Gobierno de Colombia

PROCOLOMBIA
EXPORTS TOURISM INVESTMENT COUNTRY BRAND

2026 **Legal Guide**
to doing business in Colombia

Intellectual Property



COLOMBIA CO

CAVELIER
ABOGADOS

Cavelier
Address: Carrera 4 No. 72 A – 35
City: Bogotá

Phone:
(+57) 601 - 3473611

E-mail: cavelier@cavelier.com
Website: www.cavelier.com

2026 Legal Guide
to doing business in Colombia

This memorandum reflects the legislation in force in Colombia as of the date of its preparation and is intended to provide general and basic information about Colombian law.

It is not intended to constitute or serve as a substitute or replacement for specific legal advice regarding any particular matter or issue. Such legal advice should be obtained through direct consultation with specialized legal services. For this purpose, we suggest contacting one of the firms listed in the Investor Services Directory available on the ProColombia website.

www.investincolombia.com.co



Distinctive signs are those that allow the identification in the marketplace of products, services, business activities or goods associated with a specific geographical origin. Their function is to distinguish business origin and prevent confusion among competitors.

1. DISTINCTIVE SIGNS

1.1. Definition, Scope and Economic Function

These signs grant their holder an exclusive right of use, as well as the authority to authorize or prohibit their use by third parties when confusion or association in the market may arise.

From an economic standpoint, distinctive signs allow: **(i) differentiation of products or services from competitors; (ii) consolidation of a reputation associated with quality, innovation or service; (iii) customer loyalty; and (iv) recognition as an intangible asset that may be valued, licensed, franchised or transferred.**

1.2. Types of Distinctive Signs

1.2.1. Trademarks

A trademark is the sign that distinguishes goods or services of a person or company from those of others in the marketplace. It may consist of



words, letters, numbers, images, symbols, color combinations, shapes or other elements capable of differentiation and identification of business origin.

To be registered, a trademark must be capable of graphic representation and possess distinctiveness, meaning it must individualize the goods or services identified and not merely describe their characteristics or common expressions.

Main types of trademarks

TYPE OF TRADEMARK	DESCRIPTION
Word marks	Composed exclusively of words, letters or numbers.
Figurative marks	Composed exclusively of graphic elements or designs.
Combined marks	Combine word and graphic elements.
Three-dimensional marks	Protect the particular shape of a package, container or product when that shape is distinctive.
Sound marks	Consisting of melodies or sound sequences that identify business origin.
Color marks	Protect a color or combination of colors applied in a particular and distinctive manner.
Country brands	Used to promote the reputation and image of a country.
Collective	Used by members of an association to identify the common origin of their goods or services.
Certification marks	Indicate that goods or services comply with certain standards or characteristics verified by the owner.

Trademarks are protected in relation to specific goods or services grouped under classes 1 to 34 (goods) and 35 to 45 (services) pursuant to the Nice International Classification.

Not all signs are registrable as trademarks. Among those excluded are: (i) generic, commonly used or descriptive terms; (ii) signs that may mislead as to business origin, quality, composition or characteristics; (iii) signs contrary to law, morality or public order, or including protected official symbols without authorization; and (iv) signs that affect prior third-party rights when likelihood of confusion or association may arise.

These rules ensure that trademarks effectively fulfill their distinguishing function and do not affect prior rights or mislead the public.

A trademark concentrates investment in advertising, positioning and quality. Continuous use preserves consumer recognition of business origin. It may be licensed, franchised, assigned or contributed as an intangible asset, facilitating commercial transactions, investment processes and expansion into new markets.

1.2.2. Trade Slogans

A trade slogan is a word, phrase or expression used as a complement to a trademark. Its function is to reinforce the message associated with that trademark.

It does not operate independently, but rather in connection with a principal trademark. Its protection is limited to that relationship.

1.2.3. Trade Names and Commercial Signs

A trade name identifies a company in the exercise of its economic activity; it is the sign by which the public recognizes the business in the marketplace. It differs from the corporate name or company name, which identifies the legal entity in the corporate and registry sphere, while the trade name identifies the business activity before consumers.

A commercial sign identifies the business establishment before consumers.

These signs are primarily protected through use in commerce. Registration is declarative and facilitates proof of rights in case of conflict.

1.2.4. Geographical Indications

Geographical indications comprise two figures: (i) appellations of origin and (ii) indications of source.

Appellations of origin are based on the name of a country, region or place (or a designation referring to a geographical area) used to designate a product originating there, when its quality, reputation or other characteristics are essentially attributable to that geographical environment, including natural and human factors.

Indications of source consist of a name, expression, image or sign that designates or evokes a specific country, region, locality or place.

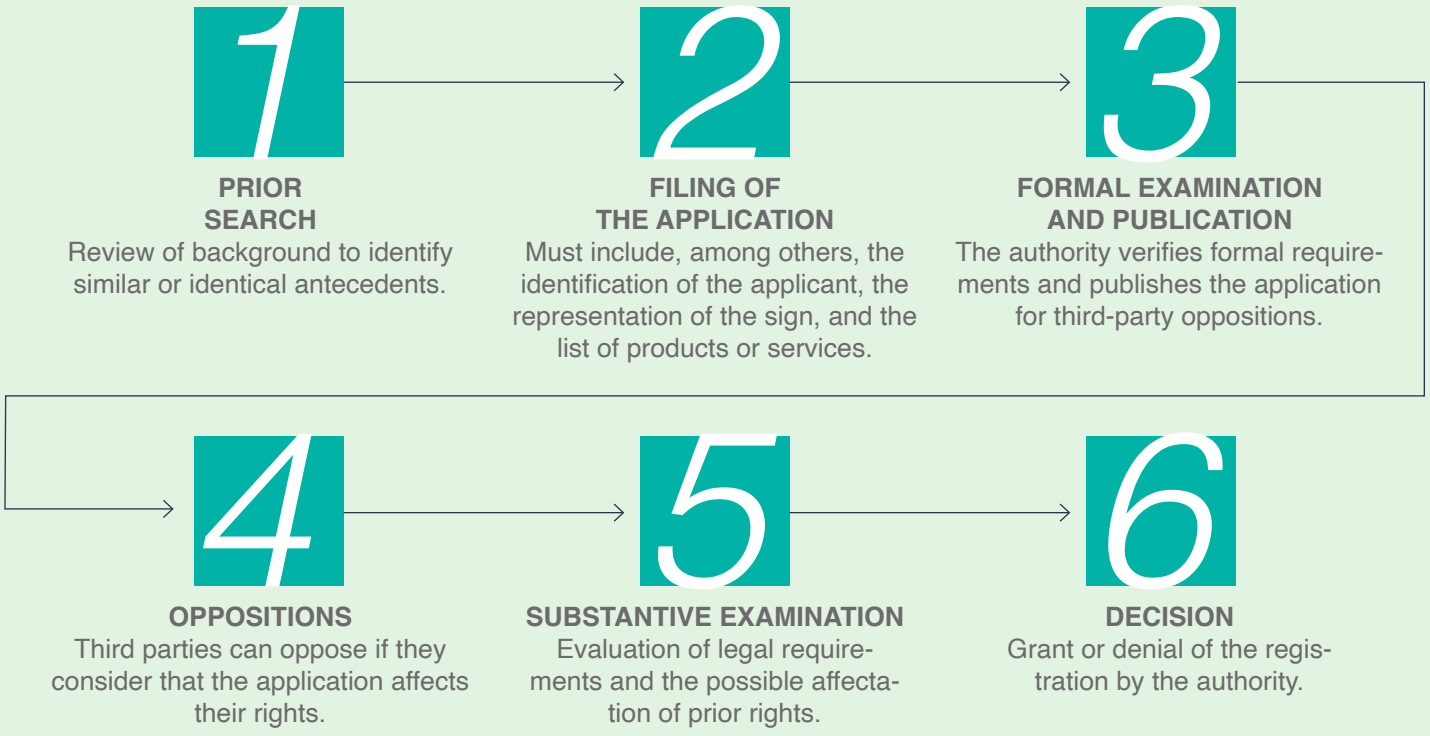
These figures are commonly used for natural, agricultural or artisanal products, among others, where geographical origin is relevant for production and differentiation.

1.3. Protection Procedure

In the Andean Community, protection of most distinctive signs, especially trademarks, is obtained through registration before the competent national authority; in Colombia, the Colombian Patent and Trademark Office (CPTO) is the Superintendence of Industry and Commerce.



Distinctive Signs Registration in Colombia



Registration grants exclusive rights for 10 years, renewable.

1.4. International Protection of Distinctive Signs

Protection of distinctive signs is territorial. Registering a trademark in Colombia does not automatically grant rights in other countries. A third party could apply for or register an identical or similar sign in another jurisdiction if the owner has not protected it there.

Companies planning expansion must define an international protection strategy early on to reduce legal risks and facilitate entry into new markets. This may be done through national applications in each jurisdiction or through international systems such as the Madrid Protocol.

1.5. Use, Exploitation and Enforcement

Effective use

Use of a trademark is not required for registration in Colombia. However, if the trademark is not used in a real and effective manner, the registration may be subject to cancellation, for example, in conflicts with third parties.

A registration may be canceled for non-use if it has not been used for a continuous period of 3 years.

Commercial exploitation

Distinctive signs may be licensed, franchised, assigned or valued as intangible assets. The holder may authorize third parties to use them

under specific contractual conditions and define territories and forms of exploitation.

Enforcement

The holder may initiate administrative or judicial actions when third parties use or apply for identical or similar signs that generate a likelihood of confusion or association. These actions may seek the cessation of unauthorized use, denial, cancellation, or revocation of conflicting registrations, and damages where appropriate.

2. NEW CREATIONS

2.1. Patents and Utility Models

2.1.1. Definition and Scope

Invention patents and utility models are territorial forms of legal protection intended to safeguard inventions, understood as products or processes that provide a novel technical solution to a specific technical problem and that result from inventive activity.

According to Andean Decision 486, inventions eligible for patent protection must be new, meaning they are not part of the state of the art; involve an inventive step, meaning the proposed solution is not obvious to a person having ordinary skill in the relevant technical field; and be industrially applicable, meaning they can be produced or used in any type of industry.

Utility models protect new shapes, configurations or arrangements of elements incorporated into tools, instruments, devices or parts thereof, which provide an improvement in their function or utility, as provided in Andean regulations.

This form of protection is limited to products that introduce functional improvements over existing inventions and does not cover completely new creations requiring a high inventive step.

An invention patent grants protection for 20 years counted from the filing date. A utility model requires a lower inventive threshold and grants protection for 10 years.

2.1.2. Procedure for Protection

To obtain patent protection in Colombia, the application must include the applicant's and inventors' details and, if filed from abroad, a Spanish translation.

Once filed, the CPTO verifies compliance with formal requirements and, if in order, proceeds to publication.

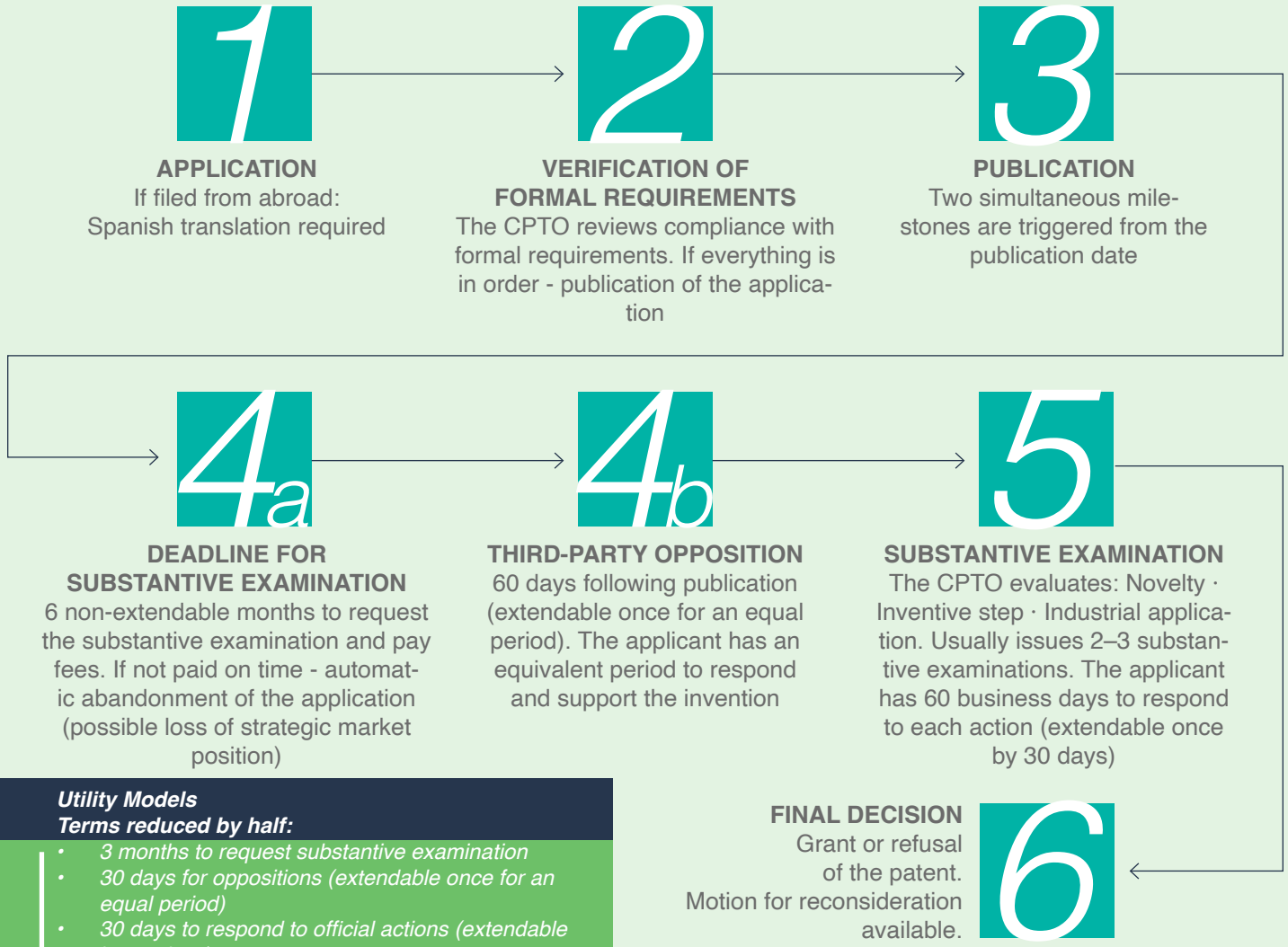
From publication, two milestones arise: (i) an unextendable 6 month term to request substantive examination and pay the corresponding fees. Failure to do so results in automatic abandonment of the application; and (ii) a 60 business day term for third parties to file oppositions (extendable once for the same term), and an equivalent term for the applicant to respond.

After oppositions are resolved, the CPTO evaluates novelty, inventive step and industrial applicability. In practice, two or three office actions are usually issued during substantive examination. The applicant has 60 business days to respond (extendable once for 30 additional days). The CPTO then issues a final decision on patentability, which may be challenged through a reconsideration appeal.

For utility models, the terms are reduced by half: 3 months to request substantive examination; 30 days for oppositions (extendable once); 30 days to respond to office actions (extendable for 15 days). Voluntary amendments and divisional applications are allowed during prosecution.

2.1.3. Procedure Flow

Patent Process in Colombia before the CPTO



2.1.4. International Filings

The patent system is designed from a global legal and economic perspective. The Patent Cooperation Treaty (PCT) is the principal international mechanism for seeking patent protection, allowing a single international application to enter the national phase in its member countries.

The PCT defers major costs—such as national fees, local agents and translations—until the national phase, which generally begins 30 months from the priority date (31 months in Colombia). This provides applicants with time to evaluate commercial potential, conduct market studies, assess costs, and define entry into specific jurisdictions.

Additionally, through the international search report and preliminary examination, applicants can assess the technical strength and patentability position of the invention before making substantial investments.

2.1.5. Exceptions and Exclusions

The applicable regulations exclude from patent protection two categories:

i. ***Subject matter not considered an invention,*** *such as discoveries, scientific theories and mathematical methods; living beings or biological material as found in nature; works protected by copyright; business methods; computer programs "as such"; and methods of presenting information.*
ii. ***Inventions that, while being inventions, are not patentable in the Andean Community,*** *including those whose exploitation must be prevented to protect public order, morality, health or the environment; plants, animals and essentially biological processes; therapeutic, surgical and diagnostic methods applied to humans or animals; and uses in any format.*

2.2. Industrial Designs

2.2.1. Definition and Scope

Industrial designs protect the appearance of a product, not its function.

In many markets, consumer choice depends on aesthetic factors. Registration transforms that differentiation into an exclusive asset and prevents third parties from appropriating the commercial value of aesthetic innovation.

Protection may cover packaging, appliances and even graphical user interfaces of digital platforms.

In Colombia, protection is granted for a non-renewable term of 10 years from the filing date, without maintenance fees.

The holder may prevent unauthorized manufacture, importation, offer, commercialization or use of products incorporating or reproducing the protected design or a substantially similar one.

2.2.2. Procedure for Protection

The application must include identification of the owner and designers, and a graphical representation of the design. For two-dimensional designs, a complete view is usually sufficient; for three-dimensional designs, as many views as necessary must be provided; for animated designs, sequential images must be included.

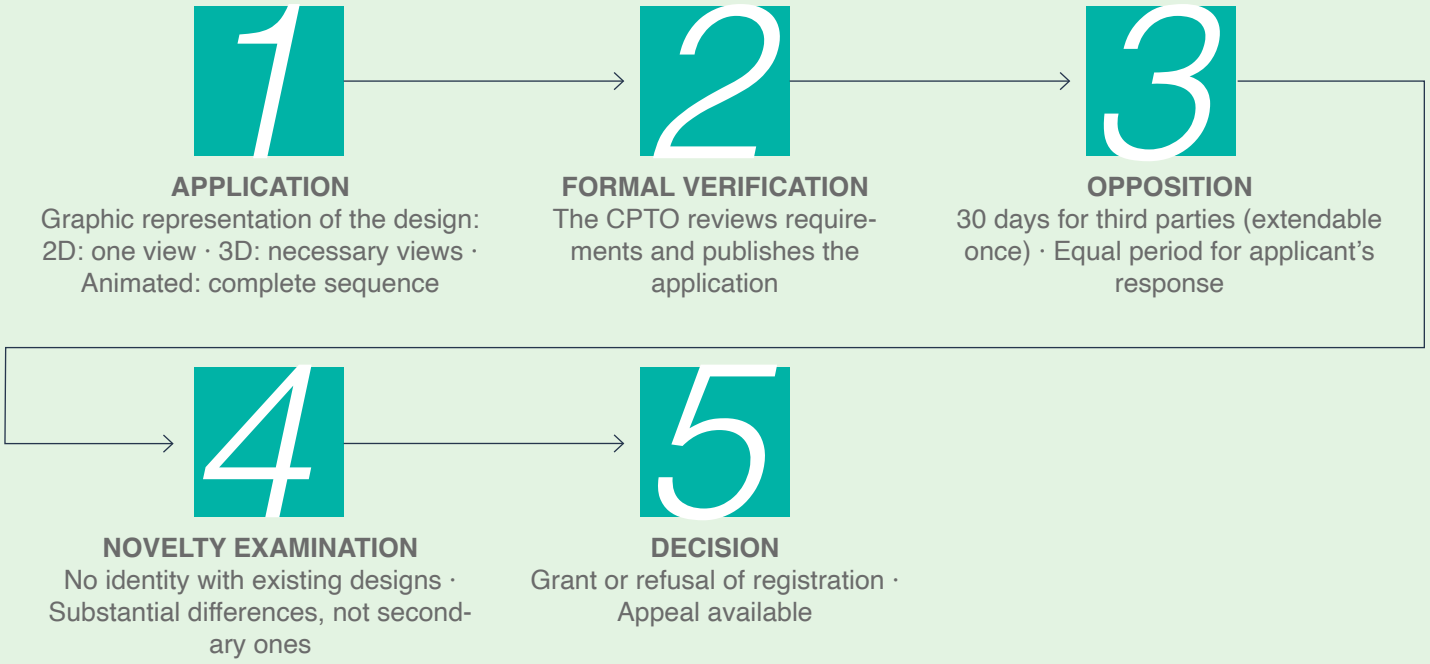
Once filed, the CPTO verifies formal requirements and orders publication.

From publication, third parties may file oppositions within 30 days (extendable once). The applicant has an equivalent term to respond.

The CPTO then examines novelty and decides whether to grant or deny registration. An appeal may be filed against the decision.

2.2.3. Procedure Flow

Industrial Design Registration in Colombia



2.2.4. International Filings

Industrial design protection is territorial. Colombia is not a member of the Hague System. Therefore, protection must be sought through a national filing before the CPTO.

2.2.5. Exceptions and Exclusions

Designs whose appearance is exclusively determined by technical considerations or functional necessity are not registrable.

If the shape is the only possible one for the product to function, it cannot be protected as an industrial design.

3. TRADE SECRETS

3.1. Definition and Scope

A trade secret is any undisclosed information lawfully held by a natural or legal person that may be used in productive, industrial or commercial activities.

To qualify as a trade secret, the information must be secret (not generally known or readily accessible within relevant circles); have commercial value because it is secret; and be subject to reasonable measures to maintain its secrecy. Protection covers information regarding the nature, characteristics or purpose of products; production, distribution or commercialization methods; client and supplier data; marketing strategies; research processes and results; internal organizational information; and any other information that derives value from its confidential nature.

3.2. Procedure for Protection

Trade secrets are not registered nor granted by a competent authority, unlike other IP rights. Protection exists provided the lawful holder has adopted reasonable measures to maintain confidentiality and has informed all people within and outside the organization—who must access the information of its confidential nature (e.g., partners, employees, contractors, collaborators and business allies).

3.3. Exceptions and Exclusions

Protection does not extend to information in the public domain, disclosed without confidentiality restrictions, that companies must submit to authorities where disclosure is legally required (e.g., patent applications), disclosed by legal mandate or court order, except when provided exclusively to obtain licenses, permits or authorizations, test data required for marketing approval of pharmaceutical or agricultural chemical products when disclosure is necessary to protect the public.

4. PLANT VARIETIES

4.1. Definition and Scope

Plant breeders' rights are granted to the natural or legal person who has developed and finalized a new plant variety. The right entitles its holder to prevent third parties, without prior consent, from carrying out acts of commercialization or possession for commercialization purposes of reproductive, propagating or multiplication material of the protected variety. In Colombia, protection is granted for 20 years for short-cycle species; 25 years for long-cycle species. The term is counted from the administrative act granting the Breeder's Certificate and is subject to payment of annual maintenance fees.

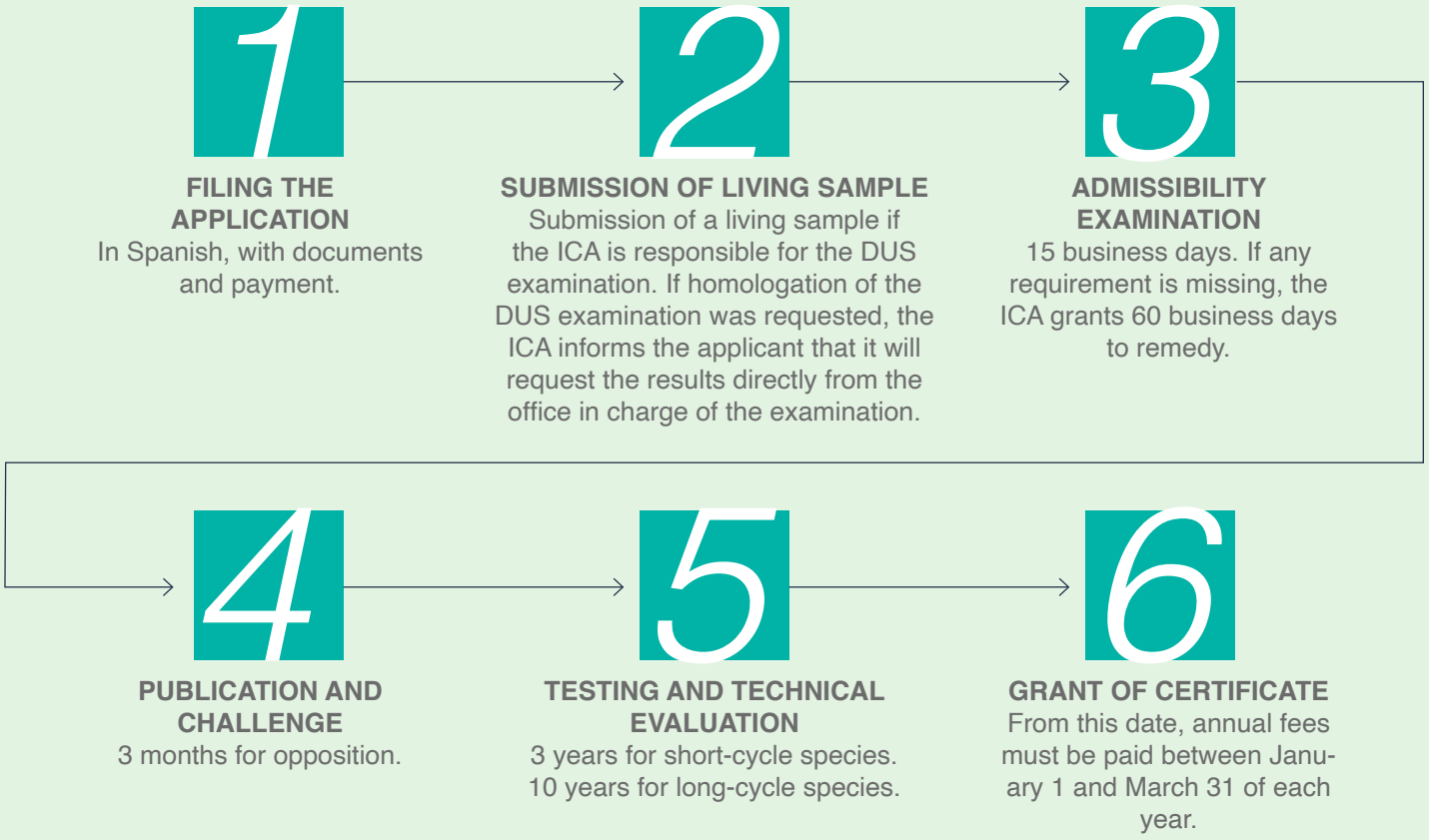
4.2. Procedure for Protection

An application must be filed before the Seed Division of the Colombian Agricultural Institute (ICA), together with a technical questionnaire; proof of payment of filing, publication and technical examination fees; the generic denomination under which the variety will be identified; a live sample for the DUS examination (Distinctness, Uniformity and Stability). The variety must meet the novelty requirement, meaning it must not have been commercialized in Andean Community countries more than one year prior to filing.

For countries outside the Andean Community: Short-cycle species must not have been commercialized more than 4 years before filing; long-cycle species, not more than 6 years before filing.

4.3. Procedure Flow

Flowchart of the Plant Variety Registration Process before the ICA



4.4. International Filings

Protection is territorial. A registration in another country does not automatically produce effects in Colombia.

4.5. Exceptions and Exclusions

The holder may not prevent use of the protected variety when it is carried out in the private sphere for non-commercial purposes; for experimental purposes; for breeding and exploiting a new variety. Farmers may also reserve and sow for their own use up to one metric ton of rice; 800 kilograms of soybeans; 60 kilograms of cotton.

4.5.1. National Registrations and International Protection of Intangibles

IP ASSET	MECHANISM FOR TERRITORIAL EXTENSION	TYPICAL DEADLINE TO CLAIM PRIORITY	PRACTICAL KEYS
Invention patent/ UM	Paris Convention (priority) + possibility of PCT for extending the deadline for entry into member countries.	12 months (patents).	If the strategy is to protect in several countries, the PCT serves to gain time (up to 30 or 31 months, depending on the country) before entering national phases and offers a reduction in fees. Colombia is a strategic first-filing country due to the amount of its filing fees compared to other countries.
Industrial design	Paris Convention (priority) to subsequently file in other countries.	6 months (designs).	In designs, time runs very fast; if the strategy is to protect in other countries, it must be decided quickly to avoid losing priority.
Trademarks	1) Madrid System (WIPO). 2) Direct country-by-country registrations.	3) Regional registrations (e.g., EUIPO).	6 months from the initial application to claim priority. Evaluate target markets and ensure availability before launching the product.
Trade name / Sign	Territorial protection; requires individual registration/deposit per country.	No priority deadline.	Document actual use in each market.
Works	Berne Convention: automatic protection in more than 180 countries from creation.	Priority does not apply.	Register works as a means of proof; ensure chain of title before acquiring rights.
Trade secret	Its value depends on keeping it secret	N/A	Take all necessary measures so that the information is kept secret anywhere in the world
Plant varieties (breeder's right)	The priority claim for plant varieties comes from the International Convention for the Protection of New Varieties of Plants (UPOV Convention). Colombia adhered to the 1978 UPOV revision	12 months	If the strategy is to protect in other countries, one must avoid including the variety in a cultivar register or disclosing it so as not to affect the distinctness requirement, nor commercialize it so as not to affect the novelty requirement

5. COPYRIGHT AND RELATED RIGHTS

5.1. Copyright and Related Rights in the Knowledge Economy and Content Industries

In the digital economy, intangible assets are central to business value.

Copyright protects artistic and literary creations that generate value in sectors such as publishing, music, audiovisual production, software, video games, advertising and marketing, e-learning and digital content.

In Colombia, protection arises automatically upon creation of the work, provided that the author is a natural person and the work is original (reflecting the author's personal imprint and not copied from a prior work).

The merit or purpose of the work is irrelevant for protection.

5.2. Content of Copyright and Related Rights

5.2.1. Moral Rights

Characteristics

FEATURE	DESCRIPTION
Ownership	Remains with the author.
Duration	Perpetual
Inalienable	Non-transferable, unwaivable, and not subject to seizure

The five moral rights are:

1. ***Paternity:*** *to be recognized as the creator of the work.*
2. ***Integrity:*** *to oppose distortions or modifications that harm the author's reputation.*
3. ***Disclosure:*** *to decide if and when the work is made public.*
4. ***Modification:*** *to alter the work after publication, subject to prior compensation.*
5. ***Withdrawal:*** *to withdraw the work from the market, subject to prior compensation.*

5.2.2. Economic Rights

Characteristics

FEATURE	DESCRIPTION
Transferable	Yes, including by legal presumption in certain cases, e.g., employment contracts.
Temporary	Generally, life of the author plus 80 years; 70 years for legal entities.
Features	Waivable and subject to seizure.

The five economic rights are:

1. ***Reproduction:*** *making physical or digital copies.*
2. ***Public communication:*** *making the work accessible to the public without distributing copies.*
3. ***Distribution:*** *commercialization of physical copies.*
4. ***Transformation:*** *adaptations or modifications of the work.*
5. ***Importation:*** *entry of copies into the country.*

5.2.3. Related Rights

HOLDER	CONTROL OVER
Performers	Recording, reproduction and public communication of their performances (moral and economic rights).
Phonogram producers	Reproduction, distribution and public communication of phonograms (economic rights).
Broadcasting organizations	Retransmission, fixation and reproduction of broadcasts (economic rights).

5.3. Registration of Copyright and Related Rights

Registration is not mandatory, but it is recommended because it (i) facilitates the proof of ownership, (ii) accredits the date of creation, (iii) allows enforceability against third parties, and (iv) is useful in M&A processes and control of the inventory of intangible assets.

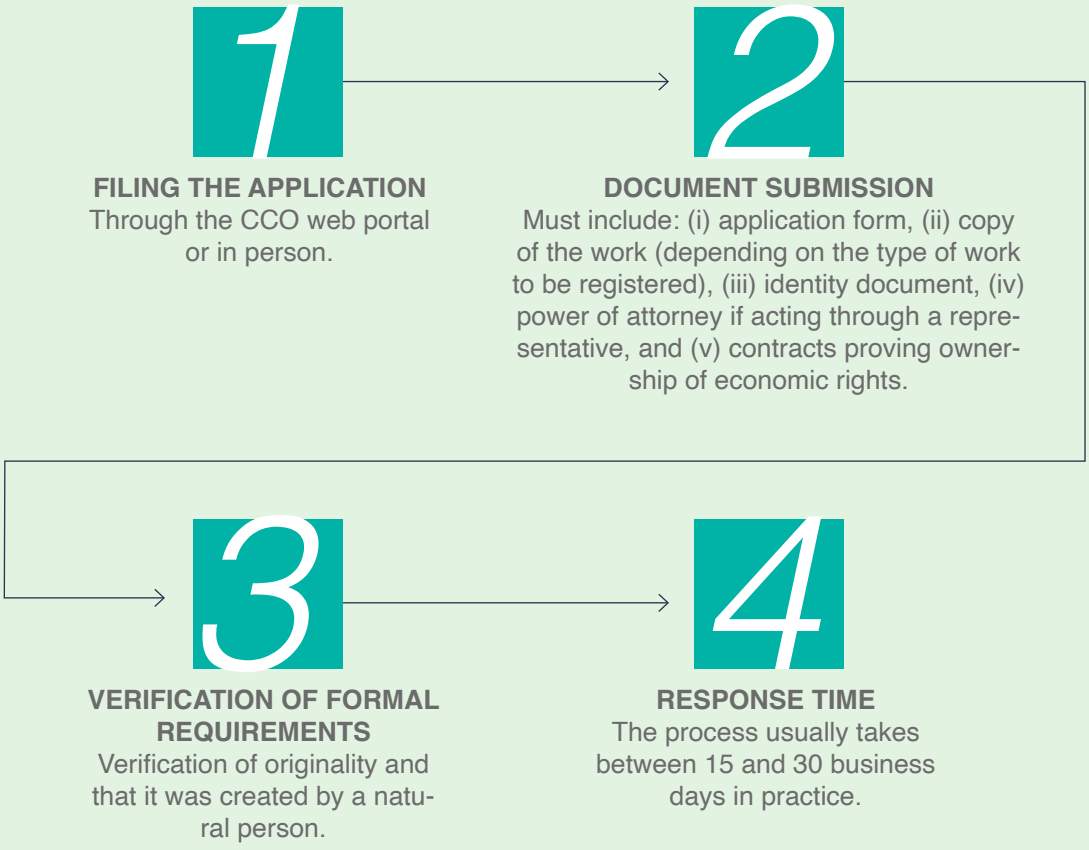
The procedure is carried out before the Colombian Copyright Office (CCO), virtually (CCO's web portal: www.derechodeautor.gov.co) or in person, providing (i) application form, (ii) copy of the work (depending on the type of work to be registered), (iii) identity document, and (iv) power of attorney if acting through an attorney.

The procedure usually takes between 15 and 30 business days in practice. Literary, musical, audiovisual works, software, databases, photographs, and works of art, among others, can be protected by copyright. On the contrary, ideas or concepts, methods or systems, forms or procedures, works in the public domain, and news of the day are not protectable.

It should be noted that the registration of assignment or license contracts is indeed a requirement for enforceability against third parties, full evidentiary effects, and legal certainty in transactions.



Flowchart of the Works Registration Process before the CCO



5.4. Enforcement and Protection of Copyright and Related Rights

1. ***Preventive measures:*** *(i) registering works and contracts, (ii) using confidentiality clauses, (iii) implementing technological protection measures, and (iv) establishing policies on the use of protected material and employee training.*
2. ***Extrajudicial actions:*** *(i) cease and desist letter, (ii) direct negotiation, and (iii) mediation or conciliation.*
3. ***Judicial actions:*** *(i) civil process for the cessation of infringement, compensation, destruction of illicit copies, publication of the sentence, and precautionary measures, and (ii) criminal action that proceeds for infringement of moral and/or economic rights or for the violation of technological protection measures.*

5.4.1. Map of Intellectual Property Assets in Colombia

ASSET / FIGURE	WHAT DOES IT PROTECT?	AUTHORITY / WHERE IT IS MANAGED	HOW IS IT OBTAINED?	TYPICAL DURATION	KEY POINTS
Trademark	Products or services in the market	CPTO	Application + formal and substantive examination	10 years from grant (indefinitely renewable)	Exclusive right of use. Enforceability against third parties. Rights arise with registration, not with use.
Trade slogan	Accessory phrase or legend that complements a trademark	CPTO	Application + formal and substantive examination	10 years from grant (indefinitely renewable)	Accessory to a principal trademark. Its protection is limited to the protection of the trademark.
Trade name / commercial sign	Name of a merchant or commercial establishment	CPTO (there is no registration, there is a deposit)	Application + formal examination	Indefinite as long as effective use is maintained	The right is acquired by use, not by deposit. The deposit is declarative. It does not require renewal. It is lost if use ceases.
Invention patent	New technical solutions (product/process)	CPTO	Application + patentability examination	20 years from filing (without ordinary extension)	Useful for hard technology. Requires worldwide novelty.
Utility model	Technical/functional improvements to objects (lower threshold)	CPTO	Application + examination	Usually 10 years (according to the applicable regime)	Faster/more realistic alternative for incremental improvements.
Industrial design	External appearance (shape, configuration, ornamentation)	CPTO	Registration (focused on novelty of appearance)	Usually 10 years (according to the applicable regime)	Key for physical product/UX. Avoid the design being "only functional".
Trade secret	Confidential information with commercial value (know-how, formulas, lists, algorithms, processes and any other information that has value due to its secret nature)	There is no "registration"; it is protected as long as reasonable measures are maintained to keep it secret	Protection through management (policies, NDAs, controls)	As long as reasonable measures are maintained to keep it secret	In M&A and JV: due diligence of confidentiality measures. Without measures, protection is lost.

ASSET / FIGURE	WHAT DOES IT PROTECT?	AUTHORITY / WHERE IT IS MANAGED	HOW IS IT OBTAINED?	TYPICAL DURATION	KEY POINTS
Copyright	Literary, artistic, scientific works, software, photographs, among others	CCO	Application + verification of formal requirements	Natural person: life of the author + 80 years.	Legal entities: 70 years from publication. Does not require registration for protection, registration is declarative. Grants moral and economic rights.
Related rights	Performances and executions; phonograms; broadcasts by broadcasting organizations	CCO	Application + verification of formal requirements	Natural person: life + 80 years. Legal entities: 70 years from first publication or broadcast.	Protect performances, executions and productions, not the original works. Grants moral and/or economic rights.
Plant varieties (breeder)	New varieties that meet requirements of distinctness, uniformity and stability (DUS)	ICA	Application + DUS technical examination	25 years for vines, forest trees, fruit trees	including their rootstocks and 20 years for other species.
Appellations of origin	Products whose characteristics are due to geographical and human factors	CPTO	Application + formal and substantive examination	Indefinite as long as the conditions of the declaration of protection are maintained	Collective right, holder is the State (CPTO can delegate administration). The authorization of use is valid for 10 years, renewable.
Denominaciones de origen	Productos cuyas características se deben a factores geográficos y humanos	SIC	Solicitud + examen formal y de fondo	Indefinida mientras se mantengan las condiciones de la declaración de protección	Derecho colectivo, titular es el Estado (SIC puede delegar administración). La autorización de uso tiene vigencia de 10 años, renovables.

5.4.2. Requirements for Registrability / Protection

FIGURE	KEY REQUIREMENTS	TYPICAL GROUNDS FOR REJECTION / RISK	EVIDENCE / BEST PRACTICES
Trademark	Distinctiveness and susceptibility of graphic representation.	Lack of distinctiveness: generic/descriptive/commonly used signs; confusion with prior signs; misleading signs; among others.	Trademark background search; precise delimitation of products and services; avoid weak signs.
Invention patent	Worldwide novelty, inventive step, industrial application.	Prior disclosure (papers, pitch decks, fairs); obviousness; lack of support; excluded subject matter.	NDA + disclosure control; early filing strategy; robust drafting (examples).
Utility model	Novelty + technical/functional advantage (lower threshold).	Prior disclosure; lack of technical advantage; high obviousness.	Document improvement; prototypes/trials; filing before commercialization.
Industrial design	Novelty of aspect (appearance) and that it is not purely functional.	Design already disclosed; minimal variation; design dictated by function.	Consistent drawings/photos; dashed lines for non-claimed elements (if applicable); disclosure control.
Trade secret	Undisclosed information + commercial value + reasonable measures of reserve.	Information known in the industry; broad access without controls; contracts without NDAs; open repositories.	NDA/NNN; internal policies; access control; "confidential" marking; logs; training.
Copyright	The author must be a natural person and the work must be original.	AI-generated work without human contribution; lack of originality; ideas; works in the public domain.	Register works as a mean of proof; ensure chain of title before acquiring rights; document creative process if AI is involved; clear and precise assignment or license agreements.
Related rights	Artistic performance/execution; production of phonograms; broadcasting.	Lack of fixation of the performance; use without authorization of the author/producer/performer.	Registration as a means of proof; contracts with performers/producers; user licenses; collective management (management societies).
Plant varieties	Novelty + distinctness + uniformity + stability (DUS).	Not new or does not meet DUS requirements.	Technical documentation; trials; market/territory strategy; do not commercialize or register cultivars without first filing an application for plant breeder's rights.

5.5. "Clearance" or Due Diligence in the Creative Process

It is the process of verifying and obtaining the necessary authorizations to use protected material in a new creation. It is common in audiovisual and musical production, advertising and marketing, software and video game development, and editorial publications, among others.

The following protocol is recommended:

1. *Inventory of all the material to be used.*
2. *Identification of authors and right holders.*
3. *Verification of validity of protection (public domain or exceptions).*
4. *Determination of the necessary rights according to the intended use.*
5. *Negotiation of licenses (territory, term, media, compensation).*
6. *Formalization of contracts in writing.*
7. *Creation of a file with the documentation associated with the clearance.*

6. AGREEMENTS RELATED TO INTELLECTUAL PROPERTY

Table 3.2.4 **Typical Contracts Related to Intellectual Property (what they are, formalities and registration)**

CONTRACT	WHAT IS IT USED FOR?	MINIMUM CLAUSES	DOES IT REQUIRE REGISTRATION?	TAX IMPLICATION
Assignment	Transfer ownership	Identification of the right; price; warranties	Register for enforceability	Tax amortization of acquired intangibles
License of use (exclusive/non-exclusive)	Exploitation with royalties, does not change ownership	Scope; territory; term; exclusivity; royalties; audit	Registration for enforceability	Withholding/deductibility/ depending on case
Assignment of economic copyrights and related rights	Transfer economic exploitation of work	Identification of the work; scope of the assignment; modalities of use; territory; term; remuneration.	Must be in writing (validity requirement). Registration with CCO for enforceability	Income / deductibility depending on the case.
Franchise	Commercial expansion	Trademark license + know-how + standards	There is no single registration; depends on underlying licenses	Withholding/deductibility/TP; separate components
Joint venture / collaboration	Co-development and exploitation	Contributions (incl. IP), ownership of results, cross-licenses, exit	Document contributions/assignments/ licenses	TP and tax treatment depends on structure
NDA / confidentiality	Maintain trade secret/know-how	Definition, measures, term, penalties	No	Supports intangible value and reasonableness of payments
Movable guarantees/liens on IP	Financial collateral	Identification of the asset; obligation; execution	Yes, for publicity of the guarantee and priority against creditors	Impacts valuation and flows

7. INVESTOR CHECKLIST

7.1. Minimum Recommended Actions

A. Before investing or signing (due diligence)

- *Identify which intangible assets are critical: brand, software, know-how, designs, patents, content, data.*
- *Verify actual ownership: are they in the name of the correct company (parent/subsidiary)? Are there signed assignments?*
- *Review chain of title in software and creativity: employees, contractors, freelancers, agencies.*
- *Confirm third-party licenses (open-source software, music, images, datasets, APIs) and breach risks.*
- *Check for existing surveillance and disputes: oppositions, nullities, lawsuits, cease and desist letters.*

B. Trademarks:

- *Identify the signs to be registered as trademarks, as well as the products and services intended to be identified.*
- *Conduct a prior background search before filing the registration application.*
- *Ensure that the trademark is used directly or through authorized third parties (for example, through distribution/franchise/license agreements).*

C. Patents and industrial designs:

- *If there is an invention: define the filing strategy (patent vs. utility model vs. trade secret).*
- *If the value lies in appearance/shape: evaluate industrial designs (and control disclosures).*
- *Implement a "no disclosure before filing" general policy.*

D. Trade secret:

- *Create or update: NDAs, confidentiality clauses in employment and suppliers.*
- *Segment accesses: repositories, drive, CRM, code, technical documentation.*
- *Basic manual: information classification, marking, training, incident response procedure.*

E. Essential contracts:

- *Templates: assignment/license, software development, distribution, franchise, manufacturing, joint venture.*
- *Critical clauses: ownership of improvements, sublicenses, auditing, confidentiality, non-compete (if applicable), termination, governing law.*
- *Define if it is convenient to register/record certain acts for enforceability against third parties (depending on the figure).*

F. Continuous operation:

- *Implement trademark surveillance for oppositions.*
- *Calendar of expirations: renewals, opposition/response deadlines, international expansion (priority claim).*
- *Basic KPIs: portfolio, costs, IP incidents, active licenses.*

7.2. Freedom to Operate

In patent matters, a freedom-to-operate analysis consists of comparing in detail the features of a product or process with granted or pending patents in a specific territory to determine whether manufacture, use or commercialization could infringe existing rights.

This analysis allows identification, before investment or launch, of legal barriers that may restrict market entry.

Failure to conduct such analysis increases the risk of infringement claims, commercial blockages and reputational damage.

Conducting it in advance enables evaluation of licensing options, product redesign ("design-around") strategies and innovation opportunities.

8. ENFORCEMENT AND MONITORING

IP enforcement comprises the set of measures aimed at preventing, detecting, and reacting against the unauthorized use of intangible assets. A well-designed enforcement strategy reduces commercial risks by allowing, among others, the timely identification of infringements or infringement risks, preventing loss of market share, avoiding brand deterioration, and ensuring that the registration is not just a formal title, but an effective exclusivity in the market, as it is intended to provide.

8.1. Monitoring Measures

It is usually structured on three fronts:

i. ***Registry surveillance:*** *monitoring of publications and applications before the competent authorities to detect third parties attempting to register or protect similar or confusingly similar assets, to evaluate the timely filing of oppositions and administrative actions.*
ii. ***Market and digital channels surveillance:*** *monitoring of points of sale, distributors, imports, marketplaces, social networks, and advertising to detect imitations, improper use of trademarks, copies of packaging/designs, unauthorized content, or deceptive practices.*
iii. ***Contractual and value chain surveillance:*** *controlling compliance with license, distribution, franchise, manufacturing, and confidentiality agreements, including reasonable audits, supplier traceability, and verification of sublicenses, to avoid deviations from the authorized scope and leaks of sensitive information.*

8.2. Recommendations

For enforcement to be efficient, it is recommended to:

1. ***Define portfolio priorities:*** *identify "critical" assets and assign them a higher intensity of monitoring.*
2. ***Integrate surveillance with the business:*** *establish internal reporting channels (commercial, sales, marketing, supply chain) and escalation criteria (what is tolerated, what is negotiated, what is litigated).*
3. ***React early:*** *upon signs of infringement, acting quickly can reduce the expansion of the damage and improves the evidentiary position.*
4. ***Document evidence:*** *keep screenshots, samples, invoices, advertising, URLs, dates, and any element that proves use or commercialization. Early evidence can be decisive for precautionary measures.*
5. ***Align contracts with enforcement:*** *licenses, franchises, and distribution must include quality control clauses, cooperation in enforcement, reasonable inspection power, handling of third-party in-*

fringements, and clear termination rules.

6. ***Manage confidentiality as an asset:*** *for trade secrets, complement NDAs with internal measures (accesses, segmentation, policies, training) to keep the information protected and enforceable.*

8.3. Judicial Actions and Interim Measures

When the infringement persists or the commercial risk is high, judicial actions can be activated (depending on the affected right) to obtain, among others, the cessation of the conduct, compensation for damages, and measures to remove products or correct the market. Precautionary measures are a fundamental mechanism: they seek to prevent the damage from worsening while the process advances. They may include orders for the suspension of use or commercialization, removal of publications or advertising, immobilization of merchandise, preservation of evidence, and other measures depending on the case. For their success, it must be demonstrated **(i) ownership or legitimation over the right, (ii) serious indications of infringement or imminent risk, and (iii) the necessity and proportionality of the measure against the damage sought to be avoided.**

COLOMBIA CO

