



DLA PIPER IN BANGKOK



Thailand's economy is maintaining steady growth and continuing to generate opportunities for business investment in South-East Asia.

DLA Piper provides a full range of legal services for businesses operating locally in Thailand, across Asia Pacific, and more broadly around the globe. Our Bangkok office has close connections with our other Asia Pacific offices in Australia, China, Japan, Korea, New Zealand and Singapore.

Having experience across a broad spectrum of industries including finance, insurance, infrastructure projects, manufacturing, marine, hospitality and leisure, real estate and retail, our Bangkok lawyers are well placed to provide imaginative and cost-effective solutions for international clients wanting to expand their operations in Thailand or local Thai entities seeking to broaden their international business activities.

We advise on cross-border corporate transactions throughout South-East Asia and beyond including mergers and acquisitions, private equity investments, venture capital and structured debt and equity securities.

Our Thai practice is recognized as a leading provider of legal services across a number of legal areas in various legal directories including *Asia Pacific Legal 500* and *Chambers and Partners*.

Our Bangkok office has a vibrant team of over 40 locally and internationally-trained partners and lawyers. Reflecting the international diversity of our client base, all our people in Bangkok speak English with individuals speaking Thai, French, Cantonese, Mandarin Chinese, Vietnamese and Hindi.

CORE PRACTICE AREAS

- Corporate
- Employment
- Finance and Projects
- Insurance and Reinsurance
- Intellectual Property and Technology
- Litigation and Regulatory
- International Arbitration
- Marine
- Mergers and Acquisitions
- Private Equity and Venture Capital
- Real Estate
- Restructuring
- Tax and Customs



EXPERTISE

- **Corporate** – we represent local and international clients including start-up enterprises, venture capitalists, investment bankers, financial advisers, private equity funds and purchasers of distress assets in relation to new business establishment. We advise on laws and regulations relating to foreign investment in Thailand (including liaising with the Board of Investment of Thailand for foreign investment approvals); joint venture agreements; shareholders' agreements; mergers and acquisitions; restructurings and divestitures; due diligence investigations; and preparation and negotiation of transaction agreements.
- **Employment** – we are experienced in advising on a wide range of human resources – related matters involving employment and consultancy agreements, compensation and benefits, provident and pension schemes, employee share options, employment incentives, discrimination and dismissal issues, transfer of employees upon corporate restructuring (ie transmission of business), occupational retirement schemes and immigration issues (including entry permits, visas and permanent residency). Our lawyers represent clients of all sizes across the spectrum of industry and are experienced in advising corporations comprising various workplace environments and corporate structures.
- **Finance and Projects** – the team bring Finance and Projects expertise to local and international corporations, banks and financial institutions. Our services include account receivable financings, acquisition

financings, asset-based financings, leasing, capital markets (debt and equity), debt restructurings and insolvencies, project financings, securitisations and structured financings.

- **Insurance and Reinsurance** – with particular regional knowledge and expertise in the insurance sector, we have advised numerous major international and local insurance companies, brokers and other insurance-related intermediaries in the following areas: corporate, regulatory and compliance issues, claims handling, employment issues, licensing, restructuring, and real estate. Lawyers in our Bangkok office have many years of practical hands on experience working with clients in the insurance industry and are extremely knowledgeable about both international and local market conditions and practices.
- **Intellectual Property and Technology** – our Intellectual Property and Technology (IPT) group represents leading technology and communications companies, regulatory authorities, financial institutions, owners of well-known international brands and patents, multi-national media and entertainment companies, internet service providers,

major government departments and e-business enterprises. Our IPT lawyers have considerable experience in the areas of complex distribution and IP licensing arrangements, corporate transactions (including mergers and acquisitions, joint ventures and listings) in the IPT sector, data privacy and security, franchising, advertising laws, IP and IT law, IP prosecution, IT outsourcing, litigation and arbitration, lobbying and strategic advice and analysis, procurement or supply of telecom and IT products and services and telecoms and IT projects. We also have extensive dispute resolution experience in this area.

- **Litigation and Regulatory** – our team in Thailand has an exceptional depth of resources to manage all types of local and cross-border commercial, corporate and financial disputes whether by means of litigation, arbitration, mediation or alternative dispute resolution. Our team has extensive in court procedures in the various Thai jurisdictions and in local Thai Arbitration Institute (TAI), the Thai Arbitration Center (THAC), the Office of Insurance Commission and the Chamber of Commerce. We approach





dispute as commercial problem solvers, with a focus ensuring a course of action is designed to achieve for clients the most desirable outcome in the most cost-effective way.

- **International Arbitration** – we are also experienced in all types of international arbitration governed by the various international arbitration regulations (United Nations Commission on International Trade Law (UNCITRAL), the International Chamber of Commerce, the American Arbitration Association, the World Intellectual Property Organisation (WIPO), and have advised on a variety of disputes relating to commercial matters, construction, insurance, international trade, transport, marine and regulatory issues, amongst others.

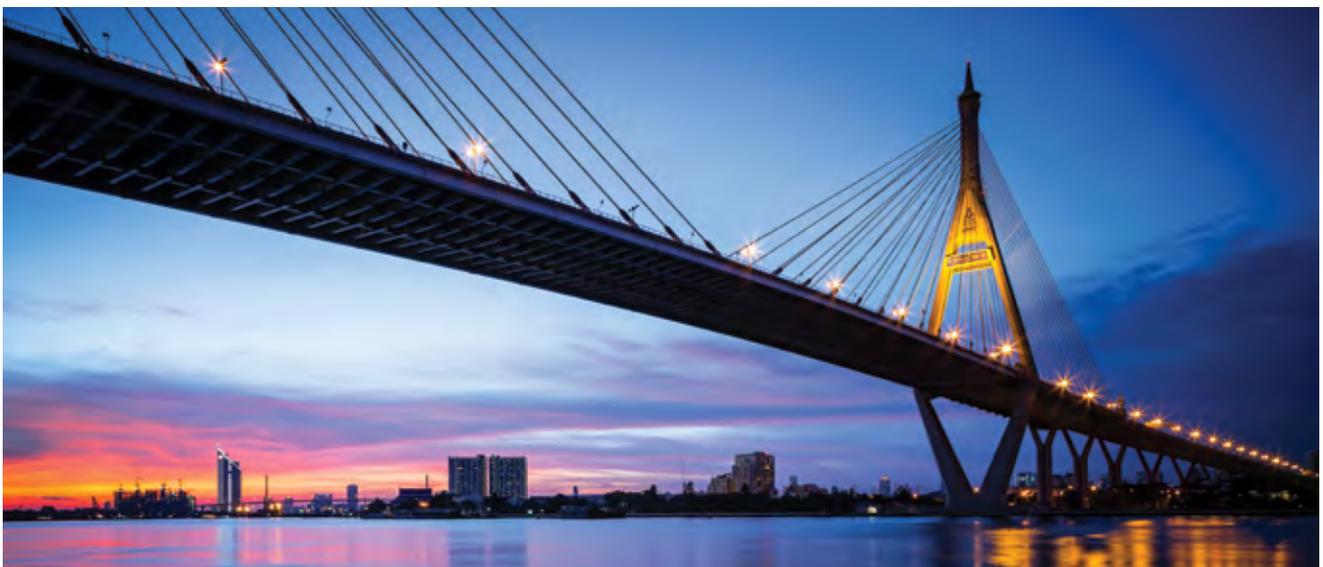
- **Marine** – we act for shipowners, charterers, commodity traders, insurers, banks, logistics operators, port authorities, terminal operators, shipbuilders, ship repairers and cargo owners. We advise in relation to charter parties, collisions, salvage

and casualties, cargo claims, commodity disputes, logistics, port authority and terminal liabilities, the sale and purchase of ships, marine insurance, shipbuilding and shipping finance. Contentious work involves arbitration and court proceedings locally, regionally and internationally. Non-contentious work involves the negotiating and drafting contracts, insurance policies, standard terms and conditions and advice on risk management and contingency planning.

- **Mergers and Acquisitions** – we handle many M&A transactions each year both domestic and cross-border, covering the full spectrum of high, mid and low value deals. Our lawyers work actively to project manage the many legal and non-legal aspects of a typical acquisition and help drive each transaction to a successful and efficient conclusion. We have strong experience in due diligence investigation, pre-deal restructuring and post-deal integration issues and have the critical resources required to manage entity transfer/elimination and the

related impact on commercial agreements including, with the assistance of our finance group, restructuring and renegotiating finance arrangements and credit facilities, and with the help of our tax group, designing and implementing the necessary tax planning strategies to develop pre-and post-deal structures. Our employment group also assists with the identification and resolution of complex multi-country labour and employment issues and our intellectual property group helps manage the intra-group transfer and consolidation of intellectual property rights.

- **Private Equity and Venture Capital** – we can advise clients across the full life cycle of private equity transactions from the formation and post-formation stages through to exits, whether by trade sale, secondary buyout, IPO or refinancing, including securitisations and high yield bond issues. We regularly advise on fundraisings by, and investments into private companies and have significant expertise in co-ordinating the fundraising process across multiple



jurisdictions. Our private equity specialists manage transactions with an understanding of the legal issues, structuring requirements and regulatory environments affecting clients at all stages of the process. We offer venture capitalists a complete range of services ranging from fund formation to venture capital financing representation, including privatisation transactions, leveraged buyouts, recapitalisations and roll-up transactions.

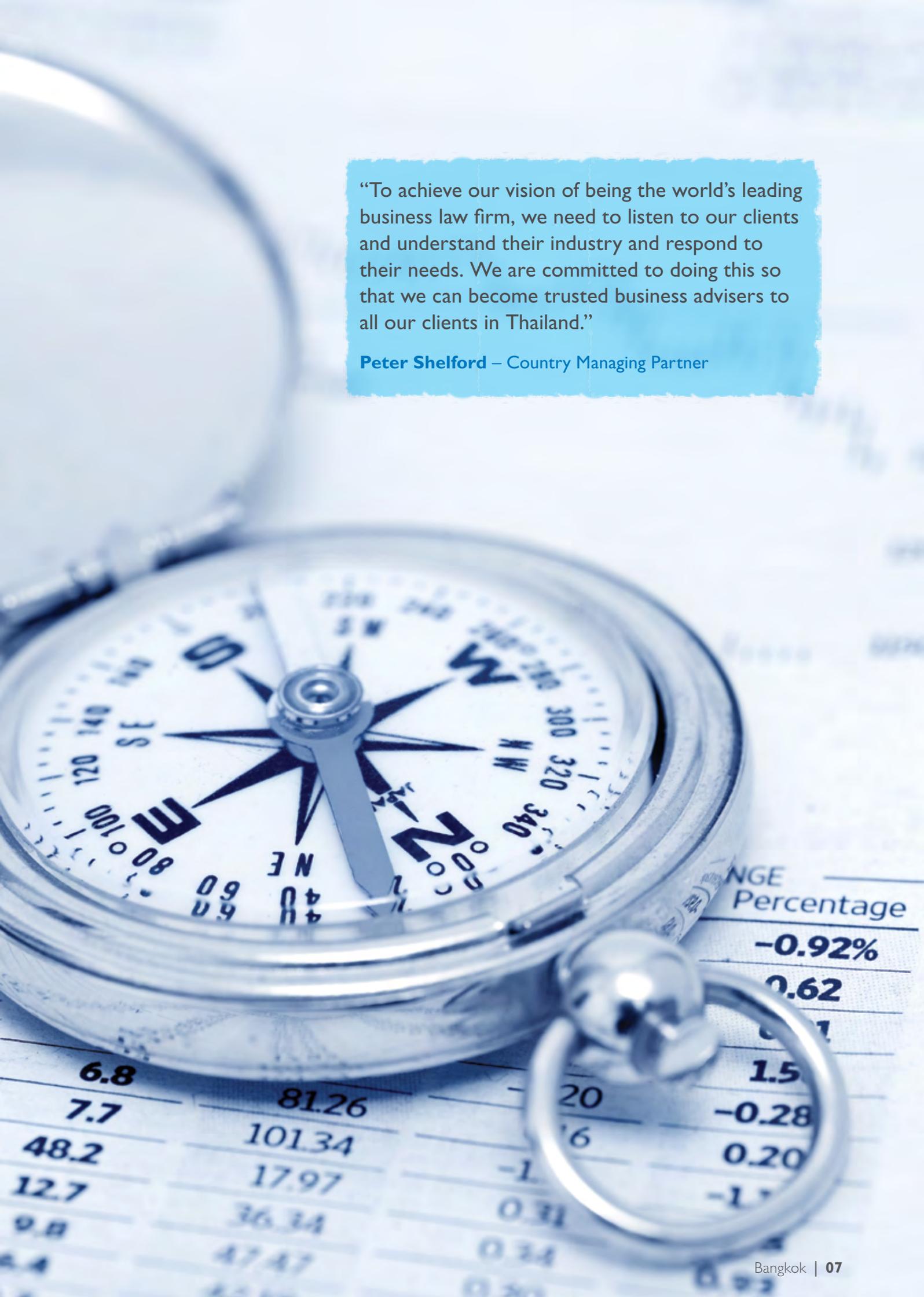
- **Real Estate** – we handle all manner of real estate transactions in Thailand, ranging from large industrial, commercial sites or project developments to smaller domestic conveyancing matters. Key areas of our real estate practice in Thailand include commercial and residential acquisitions, disposals, property due diligence investigation and leases; major residential and industrial site developments, multi-occupational commercial developments and investments; property developments and financings; mortgage portfolio securitisations; mortgages; auctions, tenders and sealed bids; property litigation; landlord and tenant issues; and property management. Our clients in Thailand include major retailers, corporations, property developers, contractors, architects and surveyors, private client investors and developers, building managers and incorporated owners. Our approach is to secure the best outcome from each transaction and to achieve our clients’ property-related goals in a timely and effective manner.
- **Restructuring** – we advise on the restructuring of businesses involving the disposal of non-core assets, recapitalisation

of companies and rescheduling of borrowings. With extensive experience in advising debtors and controlling shareholders in workout situations, we advised on numerous financial restructurings and operational restructurings. Our lawyers provide detailed analyses to enable clients to evaluate and make difficult judgement calls, devise strategies for management or controlling shareholders in “workouts”, advise on the acquisition of operating assets or equity interests from distressed companies and asset management companies, help source new funding and equity investment in distressed assets from our strong investor client base. We advise hedge funds, private equity, steering committees of creditors, lead banks and other creditors in restructurings and enforcement actions and have acted for international and local Thai banks, investment banks and specialist distressed asset investors in relation to contentious insolvency litigation including under Thailand’s Bankruptcy Act, consensual workouts and debt restructurings, bulk sales of Non-Performing Loans and debt trading, strategies to maximise

value from distressed assets (such as the use of property funds, Special Purpose Vehicles (SPVs) and securitisation techniques). We regularly advise financial advisers and accountants on risk management matters and have established a sound track record in representing planners in formal business reorganisations under Thailand’s Bankruptcy Act with strategies devised by our partners leading to successful financial and operational restructuring.

- **Tax and Customs** – our tax expertise in Thailand means we can provide international and domestic tax-efficient planning advice for all organisational models. We have tax specialists who can advise on corporate tax, transfer pricing, individual tax (both local and expatriate employees) income, business (applicable to certain industries) and Value Added Tax (VAT). Our group also advises on other tax-related scenarios such as withholding taxes on cross-border licensing and services, import VAT and customs duty applicable to imported items and local real property-related charges.





“To achieve our vision of being the world’s leading business law firm, we need to listen to our clients and understand their industry and respond to their needs. We are committed to doing this so that we can become trusted business advisers to all our clients in Thailand.”

Peter Shelford – Country Managing Partner

KEY CONTACTS



Peter Shelford

Country Managing Partner
DLA Piper (Thailand) Limited
T +662 686 8533
peter.shelford@dlapiper.com



Dr. Chanvitaya Suvarnapunya

Partner
DLA Piper (Thailand) Limited
T +662 686 8552
chanvitaya.suvarnapunya@dlapiper.com

OFFICE ADDRESS

DLA Piper (Thailand) Limited
47th Floor, Unit 4707 Empire Tower
1 South Sathorn Road
Yannawa, Sathorn
Bangkok 10120
Thailand
T +662 686 8500
F +662 670 0131

ABOUT US

DLA Piper is a global law firm with lawyers located in more than 30 countries throughout the Americas, Europe, the Middle East, Africa and Asia Pacific, positioning us to help companies with their legal needs anywhere in the world.

DLA Piper (Thailand) Limited is a global law firm operating through various separate and distinct legal entities. Further details of these entities can be found at www.dlapiper.com

A list of offices across Asia Pacific, Europe, the Middle East and the Americas can be found at www.dlapiper.com

Switchboard +662 686 8500

Copyright © 2016 DLA Piper. All rights reserved. | JUL16 | 2672050