

# KUDUN & PARTNERS

“IT STARTED WITH A DREAM TO COMBINE PASSION  
AND PROFESSIONALISM...”





# TABLE OF CONTENTS

BRIEF INTRODUCTION

OUR FAMILY

OUR SERVICES

CONTACT



Kudun & Partners (KAP) was formed in mid 2015 to do what we love and are passionate about in a dynamic, high energy environment where innovation is embraced and encouraged.

We share a common passion of acting as trusted business advisors with unparalleled legal experience rather than simply as legal advisors.

Representing the fastest growing law firm in Thailand, we are continually breaking new ground on innovative solutions.



Capital Markets

Mergers & Acquisitions

Tax & Restructuring

Dispute Resolution & Litigation

China Practice

Foreign Direct Investment

Property & Infrastructure Funds / REITs

Our engagements represent a very broad spectrum  
of industry types

- **Financial Services**
- **TMT (Technology, Media and Telecoms)**
- **Energy (Renewable - Solar, Wind, Hydro)**
- **Energy & Power - Utilities, Power Plants**
- **Oil & Gas**
- **Manufacturing / Industrials**
- **Real Estate / Property Development**
- **Food & Beverages**
- **Construction Mgmt, Materials, Engineering**
- **Health Care / Medical Services / Pharma**
- **Transport & Logistics**
- **Entertainment, Tourism, Retail**





OUR FAMILY



# KUDUN SUKHUMANANDA (GAP)



## EXPERTISE

- Capital Markets and Securities
- Mergers & Acquisitions
- General Corporate
- State-owned Enterprise Law
- Property Funds & REITs
- Infrastructure Funds
- Banking & Finance Law
- Power and Energy

## EXPERIENCE


- Weerawong, Chinnavat & Peangpanor Ltd
- White and Case (Thailand) Ltd.


## EDUCATION

- LL.B. Chulalongkorn University
- LL.M. Columbia University School of Law, United States

## EXCELLENCE

- Highly Regarded Lawyer, IFLR 1000, 2019
- Tier Two– Projects and Energy, Asia Pacific Legal 500, Recommended Lawyer, 2015
- Leading Lawyers, Capital Markets and Corporate M&A, Asialaw Leading Lawyer, 2014
- Tier Two–Banking & Finance, Asia Pacific Legal 500, Recommended Lawyer, 2011

 KUDUN-Kpartner

 Kudun.S@kap.co.th



# CHINAWAT ASSAVAPOKE (GOLF)



## EXPERTISE

- Tax Management
- Corporate Restructuring & Rehabilitation
- Mergers & Acquisitions
- Capital Markets & Securities
- Energy & Infrastructure Funds
- FDI & Market Entry
- Cryptocurrency

## EXPERIENCE

- Hunton Andrews Kurth Company Limited
- Baker & McKenzie

## EDUCATION

- LL.B – Thammasat University
- LL.M – Taxation, University of Washington – United States

## EXCELLENCE

- “Band 2 – Tax Lawyer”, Chambers Asia Pacific 2019
- “Chinawat is highly regarded for his expertise in planning and litigation matters relating to tax. His industry knowledge covers telecoms, shipping, energy and IT,” Chambers Asia Pacific, 2012
- “Tier 1 Individual”, Chambers Asia 2012



# SARAVUT KRAILADSIRI (JO)



## EXPERTISE

- Tax Management
- Corporate Restructuring & Rehabilitation
- Mergers & Acquisitions
- Project Development (Oil & Gas)

## EXPERIENCE

- Hunton Andrews Kurth Company Limited
- PTT Exploration and Production PLC
- Baker & McKenzie
- Hongsa Power Project, Banpu PLC
- Office Of The Ombudsman
- A.P.T.C. Co., Ltd
- Dr. Suvarn Law Office

## EDUCATION

- LL.B – Thammasat University
- LL.M – Private Law, Thammasat University

 SARAVUT-Kpartner

 Saravut.K@kap.co.th

# KOM VACHIRAVARAKARN (KOM)



## EXPERTISE


- Capital Markets and Securities
- General Corporate
- Property Funds & REITs
- Mergers & Acquisitions
- Infrastructure Funds


## EXPERIENCE

- Hunton & Williams (Thailand) Limited
- Weerawong, Chinnavat & Peangpanor Ltd.
- The Stock Exchange of Thailand

## EDUCATION

- LL.B, Chulalongkorn University
- LL.M, Monash University, Australia
- LL.M, Georgetown University, United States
- Barrister-at-Law, Institute of Legal Education, Thai Bar Association

 KOM-Kpartner

 Kom.V@kap.co.th



# EKACHAI CHOTPITAYASUNON (DUK)



## EXPERTISE

- Capital Market and Securities
- General Corporate
- Property Funds & REITs
- Power & Energy
- Mergers & Acquisitions
- State-owned enterprise Law
- Infrastructure Funds

## EXPERIENCE

- Weerawong, Chinnavat & Peangpanor Ltd.
- White and Case (Thailand) Ltd.
- KPMG Phoomchai Tax & Legal Co., Ltd.

## EDUCATION

- LL.B. Chulalongkorn University
- LL.M. Chulalongkorn University
- LL.M. Northwestern University School of Law, United States

 EKACHAI-Kpartner

 Ekachai.C@kap.co.th

# KONGKOCH YONGSAVASDIKUL (TAK)



## EXPERTISE

- Capital Market and Securities
- General Corporate
- Property Funds & REITs
- Power and Energy
- Mergers & Acquisitions
- State-owned Enterprise Law
- Infrastructure Funds

## EXPERIENCE

- Weerawong, Chinnavat & Peangpanor Ltd.
- Siam City Law Offices Limited

## EDUCATION

- LL.B. Thammasat University
- LL.M. Vanderbilt University Law School, United States
- LL.M. (Taxation) University of Florida Fredric G. Levin College of Law, United States

# SOMBOON SANGRUNGJANG (BOON)



## EXPERTISE

- Dispute Resolution
- Commercial & Business Litigation
- Domestic Arbitration
- Administrative Law
- Insolvency & Bankruptcy Law
- Labor Law
- Insurance Disputes
- Intellectual Property
- Consumer Protection

## EXPERIENCE

- Herbert Smith Freehills (Thailand) Ltd.
- Hunton & Williams (Thailand) Ltd.
- Toyota Leasing (Thailand) Co., Ltd.


## EDUCATION

- LL.B - Thammasat University
- B.B.A - Accounting Major, Rajabhat Suan Dusit University.

## EXCELLENCE

- 2019 - Client Choice Award - Litigation
- 2016 - Next Generation Lawyer - Legal 500

 SOMBOON-Kpartner

 Somboon.S@kap.co.th

# PARIYAPOL KAMOLSILP (HOV)



## EXPERTISE

- Dispute Resolution
- Commercial and Business Litigation
- Domestic and International Arbitration
- Administrative Law
- Insolvency and Bankruptcy Law

## EXPERIENCE

- Weerawong, Chinnawat & Peangpanor Ltd.
- Siam City Law Offices Limited
- True Corporation PLC.


## EDUCATION

- LL.B – Thammasat University
- LL.M – Ohio State University – United States
- Certificate of Legal Practice, Lawyers Council of Thailand
- Notarial Services Attorney Certificate, Lawyers Council of Thailand

## EXCELLENCE

- Who's Who legal - Future Leader Litigation - 2018

 PARIYAPOL-Kpartner

 Pariyapol.K@kap.co.th

# MAYUREE SAPSUTTHIPORN (MA)



## EXPERTISE

- Head of China Practice
- Foreign Direct Investment (incl. regulatory and licensing requirements)
- Mergers & Acquisitions (incl. joint ventures and strategic alliances, company and factory acquisitions, negotiating commercial contracts)
- Real Estate (acquisitions, REIT, Infrastructure Funds)


## EXPERIENCE

- Allen & Overy (Thailand) Co., Ltd.
- Weerawong, Chinnavat & Peangpanor Ltd. (for merly White & Case (Thailand Ltd.))

## EDUCATION

- LL.M - University Of Southern California, Gould School of Law, USA (honors)
- LL.B - Chulalongkorn University (honors)

 MAYUREE-Kpartner

 Mayuree.S@kap.co.th



## CAPITAL MARKETS - DEBT & EQUITY

We advise on a wide range of capital market offerings, representing clients in transactions across a range of industries, including initial public offerings (IPOs), secondary and follow-on stock offerings, high yield debt and bridge financings, convertible debt offerings, equity-linked and equity derivatives.

We have acted for and advised the issuers and selling shareholders or the underwriters, in domestic transactions and providing ongoing advice to companies after their IPOs.

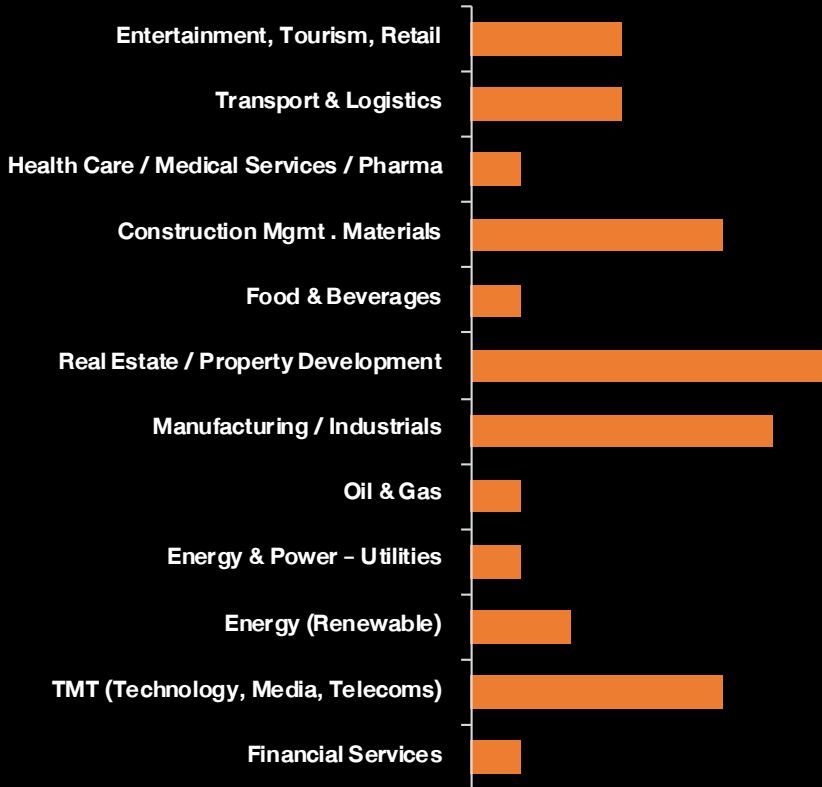
We provide securities and regulatory advice and have significant experience working with all regulatory bodies in Thailand, including the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand.



# INITIAL PUBLIC OFFERINGS

Our IPO experience extends across industries in both domestic and international cases.

- Key Case: Legal counsel and business advisor for B. Grimm in one of the largest IPOs in Thailand in 2017 for major power plants in Thailand, Vietnam and Laos.



**30 Total Cases**

22 Active

8 Completed

(Dec 31, 2018)



## MERGERS & ACQUISITIONS

In one of our largest practice areas, our M&A team has a wealth of experience in acquisitions and dispositions.

With in-depth industry-specific knowledge and experience, we have represented a variety of sectors, assisting them in all stages of both domestic and cross-border mergers and acquisitions.

- 9 Element Company
- AA Electric LI
- AQ Estate
- Arun Wealth
- Asia Joint Panorama
- Aurora Design
- B. Grimm Power
- Big Camera
- BKF (Bangkok Metro polis Motor)
- Bliss-Tel
- BT Wealth Industries
- Burirum Sugar
- C.A.S Transport Service
- Chewathai
- Dcorp (Demeter Power)
- Event Pop
- Ferrum (Seven Utilities & Power)
- Flow Account
- Food Capitals
- Geng Jin Shang Xin New Energy Technology
- Gold Shores
- Gunkul Engineering
- ICP Fertilizer Co
- IRPC
- KT Zmico
- Living Mobile
- NPPG (Thailand)
- Omise
- Padaeng Industry
- PDI Energy
- PDITL (Phelps Dodge International Limited)
- Pilatus Marine
- Prima Marine
- Prime Street Advisory (Thailand)
- Revo Estate
- Scan Inter
- Seco Transport
- Shop Spot
- Siamraj
- Single Point Parts (Thailand)
- SkillLane Education
- Sky ICT
- Socomec
- Srisawad Power 1979
- Supanniga Group
- T.K.S. Technologies
- TCK Group
- Thai Aesthetic
- Thai Capital Corporation
- Thai Foods Group
- Thai Hua Rubber
- Thai Mui Corporation
- THAI TECH RUBBER
- Thonburi Hospital
- Thonburi Pakthor Hospital
- TIME dotCom International
- Tipco Pineapple
- TKN (Taokaenoi Food & Marketing)
- Tourkrub
- Trinity Asset Company
- Triple P Global Intertrade
- TTCL (Toyo -Thai)
- Turnkey Communication Services
- Union Prospers Insurance
- Urban Mobility Tech
- Vita Coco (Singapore)

## TAX & RESTRUCTURING

Partners Chinawat Assavapokee and Saravut Krailadsiri are among the most experienced tax law specialists in Thailand with over 20 years each including M&A, tax planning, petroleum exploration and production, estate tax plans, international tax planning, customs and general commercial law.



Litigation cases and tax counsel for major multinational automakers, sport shoe manufacturer, liquor and computer technology companies on tax related issues with the Thai Customs Bureau.

Optimizing the tax implications through corporate restructuring pre-IPO via business spin-offs.

Advising foreign financial institutions on project financing tax issues including FACTA and ISD.

Legal and tax counsel for the restructuring and entire business transfer of group companies and risk management.

Advising property developers on tax structures for real estate acquisition as relates to income tax, withholding tax, VAT, SBT, stamp duty and House and Land tax.

Providing tax management and planning for setting up the proper entity for investment and development projects in ASEAN countries.

Advising on cross border investments with tax optimization.

Our experience extends across a wide spectrum of clients and industry types;



## DISPUTE RESOLUTION & LITIGATION

Our team consists of energetic and heavy punching litigators, who have acted before all levels of court, as well as in national and international arbitrations.



### Core Competencies

- Business-related disputes, including, corporate, commercial, construction and telecommunications disputes
- International and Thai arbitration
- Administration law
- Bankruptcy and rehabilitation law
- Labor law
- Intellectual property law
- Real estate law
- Civil and criminal law, including white collar crime
- Public – Private Partnership law
- Competition law
- Tax law, including petroleum tax
- Consumer protection law

## Alternative Dispute Resolution & Arbitration Law

- One of the world's leading professional accounting services firms in connection with a partnership dispute and related Thai Arbitration Institute (TAI) arbitration proceedings.
- A Japanese international trading company in the enforcement of International Cotton Association (ICA) arbitration awards against Thai textile companies in the Thai courts.
- An international joint venture for claims in one of the most complicated construction disputes against a state enterprise at the Thai Arbitration Institute (TAI).
- One of the world's leading high-technology systems companies in relation to its arbitration dispute with a state enterprise.

## Corporate & Commercial

- One of the largest national petroleum companies in connection with its investigation and litigation of its palm-oil business in claims totalling USD 727 million.
- One of the largest petroleum retailers in Thailand regarding complex petroleum tax litigation in the Thai Courts, in claims worth USD 420 million.

## Construction Disputes

- A quasi-governmental agency in a civil case against an international construction company for damages incurred exceeding THB 3,000 million.
- An international energy solutions and transport company in a claim relating to equipment malfunction in a dam project in Laos.

## Labour Disputes

- A global automotive manufacturer in several civil claims / criminal charges made by former senior management on unfair dismissal, defamation /perjury criminal offences.
- The largest solar farm company in Thailand in relation to an unfair dismissal claim by its director.

## Criminal Cases

- One of the largest national petroleum exploration and production companies in Thailand in relation to several criminal allegations made by its previous management.
- A global real estate service company in claims arising out of a leak of fire-retardant chemical during the installation of a new fire suppression system at the head office of a Thai commercial bank in which the incident killed eight people and injured seven others.
- One of the UK commercial banks in connection with criminal allegations filed by its debtors and a business reorganization.

We work closely with you to identify and implement the most appropriate solutions, either by pursuing or defending litigation, arbitration or other alternative dispute resolution proceedings.





# PROPERTY & INFRASTRUCTURE FUNDS / REITs

Our key partners share a wide range of experience in advising sponsors, financial advisors, and underwriters in the formation and structuring of property and infrastructure funds and REITs.

We advise on the full spectrum of securities, tax and regulatory issues typically associated with such transactions. Our lawyers have represented both domestic and international clients.

## Real Estate Investment Trusts (REITs)

- WHA Corporation PLC and WHA BT
- AMATA Summit Growth Freehold and Leasehold REIT
- WHA Corporation PLC & WHA REIT Infrastructure Fund

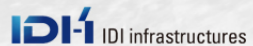
- Electricity Generating Authority of Thailand
- Jasmine International Plc
- Amata B. Grimm Power Company Limited
- BTS Group Holdings Plc

## Property Funds

- C.P. Tower Growth
- Erawan Hotel Growth Property Fund
- KPN Group Corp. Limited
- Tesco Lotus Retail Growth Freehold & Leasehold Property Fund
- Central Plaza Hotel PLC
- Trinity Asset Company Limited
- Major Cineplex Group Plc
- Samui Buri Resort Company Limited
- Quality Inn Co., Ltd.
- Quality Houses PLC

\*Examples listed represent historic experience of the partners

# FOREIGN DIRECT INVESTMENT



Our team has extensive experience in providing legal services to international clients investing in Thailand. We provide a full range of services including giving advice on determining the most effective investment structure to use and establishing an investment entity, as well as applying for BOI (Board Of Investment) promotions, business licenses and permits.

## CHINA PRACTICE

Based on an increasingly growing clientele base from China, Kudun & Partners Limited (KAP), are the first in the market to have launched in 2018 a premium dedicated business unit to serve the unique needs of Chinese companies with existing operations or interest in expansion into Thailand.

**C&D** 建发股份

**CEEC**  
中国能建

**CNBM** | 中建材国际  
CNBM International

**CITIC Group**  
中信集团

**CLP** 中電

**易高**  
ECO

**广西建工**  
Guangxi Construction

**碧桂园**  
— 世界500强企业 —

**Haier**

**Hongkong Land**

**Huobi Global**

**JETION**  
SOLAR  
visionary green energy.

**HUAYI** 上海华谊(集团)公司  
SHANGHAI HUAYI (GROUP) COMPANY



Leading the Chinese practice is Mayuree (林小丁) who was born in the P.R.C and moved to Thailand in her formative years.

She comes with more than 10 years of experience in precisely the practice areas which are most critical to the success of Chinese enterprises setting up and operating in Thailand including FDI, M&A and Real Estate.

# One-Stop Solution For IndoChina Investments

Kudun & Partners are the best suited partner for both exploring and executing investment opportunities in IndoChina and CMLV (Cambodia, Myanmar, Laos and Vietnam) having supported both Thai and global companies big and small with market entry, identifying suitable partners and investors, acquisitions / real estate, IPOs, through to tax consulting.

Recent examples include one of the largest IPOs in Thailand as legal counsel for B. Grimm Power for a multi-country project involving major power plants in Thailand, Vietnam and Laos. Other recent projects handled in the past few years are outline below:



## MYANMAR

- Expansion of Thai company's distribution of fertilizer products in Myanmar.
- Joint venture exercise with Myanmar Star Group Company (MSGC) as well as a Thai partner for a JV in Myanmar.
- Merger and acquisition project in Myanmar for a major engineering, procurement and construction company involved in turnkey industrial plants.
- Investment in the 300 MW Solar Power project in Myanmar through a bidding process.

## LAOS

- Joint venture with a company in Laos for a Solar power plant project
- Supporting South Korean law firm's client engaged in livestock feed in Laos.

## VIETNAM

- Investment in property in Vietnam by a large Thai based manufacturer of consumer and pet foods.
- Joint venture for Big Camera to expand its business and retail shops in Vietnam.
- Joint venture with a company in Vietnam for a Solar power plant project.

## CAMBODIA

- Joint venture with a company in Cambodia for a Solar power plant project.
- Legal services in connection with the acquisition of KEY Micro Finance Institution PLC, a company registered under Cambodian laws.
- Supporting South Korean law firm's client engaged in livestock feed in Cambodia.

Our China Practice provides a total solution for our Chinese clients assisting them at each step in the process:

### **Entry Strategy**

helping determine the most effective and optimal investment structure to use.



### **Setting Up**

matching business partners, establishing an investment entity, applying for BOI promotions, business licenses, commercial contracts and setting up protection mechanisms, joint venture agreements.



### **Acquisition of Businesses/ Land**

M&A'S, assets / shares acquisition, take over, land contracts/deeds, structuring alternative financial vehicles for real estate developers (REITs), Infrastructure Funds.



### **Securing Investors/ Funding (IPOs)**

equity offerings and IPOs, secondary and follow on offerings / debt offers / tender offers.



### **Tax Planning / Restructuring**

advising on tax regulations and compliance, optimal planning to minimize overall tax burden and, if required, restructuring businesses to maximize profits.



### **Ongoing General Counsel**

providing general advice on any arising legal matters on a case-by-case or retainer basis.



### **Litigation / Disputes**

in the event of disputes, we have represented our Chinese clients, with favorable outcomes, in both Thai court and arbitration proceedings.

## CONTACT US

### Capital Markets / M&As / IPOs :

kudun.s@kap.co.th  
kom.v@kap.co.th  
chinawat.a@kap.co.th

### Tax / Corporate Restructuring :

chinawat.a@kap.co.th  
saravut.k@kap.co.th

### Dispute Resolution / Litigation :

pariyapol.k@kap.co.th  
somboon.s@kap.co.th

### Property & Infrastructure Funds / REITs :

kudun.s@kap.co.th  
kom.v@kap.co.th  
ekachai.c@kap.co.th  
mayuree.s@kap.co.th

### Foreign Direct Investment / China Practice :

mayuree.s@kap.co.th  
kongkoch.y@kap.co.th



**KUDUN &  
PARTNERS**

23rd Floor, Floor Unit C and F, Gaysorn Tower 127  
Ratchadamri Road, Lumpini Pathumwan, Bangkok 10330, Thailand

T +662 838 1750  
F +662 838 1795