



Piyanuj (Lui) Ratprasatporn

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Practices: Corporate Services, Commercial Transactions and M&A, Employment, Antitrust and Competition, Bankruptcy and Restructuring

BIOGRAPHY

Piyanuj (Lui) Ratprasatporn helps businesses invest and excel in Thailand. An expert in day-to-day corporate operations, Lui advises clients on matters in relation to investment regulations, ownership structure, establishing legal entities (e.g., companies, partnerships, representative offices, branch offices, regional offices, regional operating headquarters), commercial contracts (e.g., distributorship agreements, purchase and sale agreements, franchise agreements), licenses and permits (e.g., alien business licenses, import-export licenses, factory licenses), and immigration and work permit matters.

On the speed dial of a number of top multinational corporations in Thailand, Lui provides spot-on, timely, and practical advice. For her excellent client service, she has earned the respect of her corporate clients and numerous accolades, such as being named a leading individual—every year since 2002—in the area of Corporate/M&A by *The Legal 500 Asia Pacific*.

She is an active member of many professional and business associations, including serving as Chairperson for the Asia Pacific Region of Multilaw, Regional Vice Chair of the Asia/Pacific Immigration Practice Group for Lex Mundi, a Board member of the Thai-Norwegian Chamber of Commerce, and a member of the Thai Institute of Directors. A proponent of foreign investment in the Kingdom, Lui says, “Although there have always existed certain laws and regulations to limit foreign ownership in specific activities, the Thai government has generally taken a positive approach towards foreign direct investment.”

EXPERIENCE

- Advised a financial fund from Australia on establishing a subsidiary for the purpose of acquiring the pharmaceutical department of a large multinational corporation in Thailand. In order to facilitate this key acquisition, we provided guidance on the regulations on importing and distributing pharmaceutical products in Thailand, as well as on the establishment of a Thai subsidiary. We assisted the client in obtaining approval from the Board of Investment of Thailand. By providing related tax advice, we were able to help the client plan and mitigate tax implications of importing and distributing products from Australia, including advice on regulatory requirements from the Food and Drug Administration. The total value of the project exceeded USD 20,000,000.
- Represented a leading pharmaceutical company in Thailand and Vietnam in connection with its merger with another multinational pharmaceutical company. We advised on various commercial agreements. We also provided guidance on the procedural steps and permits required before and after the integration of the two companies and implications in terms of employees, businesses, licenses, reorganization, etc. After the integration became effective, we helped the subsidiaries comply with various legal requirements and assisted our client in obtaining the necessary permits.
- Helped a manufacturer establish a subsidiary for the purpose of relocating its production facility to Thailand. The project was promoted by the Board of Investment and had an investment value of more than THB 100,000,000. We reviewed the joint venture agreement and advised on corporate law, relevant regulations, and necessary permits. We assisted the client in obtaining permits from the Industrial Estate Authority of Thailand and the Board of Investment to buy land and initiate the project. In addition, we conducted a thorough review of the deposit agreement, land purchase and sale agreement, and utilities service agreement.
- Represented a German client in the sale of its investments in three Thai companies, totaling over USD 1,000,000, to another foreign investor. We teamed up with a German law firm and advised the client on the legal requirements in relation to foreign investment and corporate law, including drafting a sale and purchase agreement and a share transfer agreement.
- Assisted a subsidiary of a Korean manufacturing conglomerate in establishing a branch office in Thailand to operate a service business for a project of an international energy company.
- Advised a major bank in the UK, with significant retail and commercial operations in more than 50 countries around the world, on the legal and tax implications of the Long Term Cash Plan, the Private Pension Plan, and the Executive Share Award Scheme for executives who are resident in Thailand. This involved the review of hundreds of documents in relation to these executive plans. We also provide yearly updates on the legal and tax implications of these plans.
- Helped a global pharmaceutical client close a large commercial deal in Thailand and obtain an Alien Business License in a

short period of time in order for the client to commence business operations per the client's schedule.

- Secured BOI promotional privileges for a leading global distributor to commence operations in Thailand.
- Advised a client on the applicable laws and procedures for importing fresh fruit into the Kingdom.

EDUCATION

LLM, American University, Washington College of Law

LLB, Thammasat University

LANGUAGES

Thai, English