

## Representative Legal Matters

Panyavith (Taro) Preechabhan

- Assisted AGC Inc. with its landmark M&A project. The project involved a series of M&A and corporate transactions, including (i) the restructuring involving AGC Chemicals (Thailand) Co., Ltd. and AGC Chemicals Vietnam Co., Ltd., (ii) the delisting of Vinythai Public Company Limited from the SET, (iii) the amalgamation of AGC Chemicals (Thailand) Co., Ltd. and Vinythai Public Company Limited to form AGC Vinythai Public Company Limited (AVT), ultimately creating the largest chlor-alkali chemicals business in Southeast Asia, and (iv) the private placement of the shares in AVT to PTT Global Chemical Public Company Limited (PTT GC).
- We advised a leading healthcare manufacturer on the divestment of their consumer healthcare division in Thailand as part of their global separation plans of their consumer health business. The restructuring is expected to include over 60 jurisdictions, including the US, EMEA, Asia and South America.
- Assisted Choco Card Enterprise Co., Ltd., in the Series C round of fund raising with additional investment into the Company at the valuation of approximately THB 1.5 billion by: (i) Techmatrix Corporation, a Japanese listed tech giant, who was the lead investor in this round; (ii) Finnoventure Private Equity Trust I, the first startup private equity trust fund in Thailand managed by Krungsri Finnovate Company Limited; and (iii) InnoSpace (Thailand) Company Limited, Thailand's first national startup platform (funded by various government agencies, state enterprises, private conglomerates, and financial and educational institutions, including assisting the client with the drafting and negotiation of all the relevant transaction agreements, as well as the closing of the transaction).
- Assisted a leading food and beverage manufacturer with the successful closing of the reorganization, including the change in the business model, of its joint venture with a leading beverage manufacturer, for the manufacture of healthy beverages in Thailand and the region. The project involved rounds of intensive review, negotiation, and amendment of a suite of joint venture agreement and other commercial agreements, including a distribution agreement, a co-packing agreement, and various other service agreements.
- Assisted the owner and operator of a very fast-growing restaurant chain in Thailand, with the acquisition of shares in the Company by one of the largest telecommunications company in Thailand at the purchase price of THB 1.2 billion. We assisted the client with all aspects of the transaction, including the pre-sale restructuring, self-due diligence, the drafting and negotiation of all the transaction agreements, including the share sale and purchase agreement, the share subscription agreement, and the shareholders agreement, as well as the closing of the transaction.

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- Assisted a leading seller of solar rooftop panel and home battery storage in Thailand, with other additional investment into the company. We assisted the client with the negotiation and drafting of all the transaction agreements, including the share subscription agreement and the shareholders agreement, as well as the closing of the transaction, all within an extremely tight timeline of about three weeks. The added complexity of this deal was also in negotiating with and managing nine different investors simultaneously, as well as the Company's management.
- Assisted the investment arm of an up-and-coming hospital group in Thailand, in the acquisition of shares in Southeast Asia's first and only precision gut microbiome company based in Singapore, based on the company valuation of USD 28 million. We assisted the client with the review of transaction agreements, including the shareholders agreement and the share subscription agreement, and advising on any associated risks and issues.
- Assisted ICON Framework Co., Ltd., Thailand's leading and only comprehensive real estate management system provider, with the investment into the company by Krungsri Finnovate Company Limited, the corporate venture capital arm of Bank of Ayudhya Public Company Limited, with a post-money company valuation of over THB 1.6 billion.
- Assisted Vimut Hospital Holding Company Limited, a subsidiary of Pruksa Holding Public Company Limited (the largest real estate developer in Thailand and listed on the Stock Exchange), in its first acquisition to diversify into the healthcare space by acquiring 51% of the shares in Theptanya Co., Ltd., the owner and operator of Theptarin Hospital, the first diabetes and thyroid center in Thailand.
- Assisted a leading multinational conglomerate founded in Thailand, in its largest ever acquisition in the healthcare space through its approximately USD 300 million acquisition four companies and their subsidiaries in the ASEAN countries, which make up one of the largest group of companies in the healthcare industry in Thailand, whose main business include the manufacture and sale of drugs, food supplements, cosmetics, and medical devices and the conduct of bioequivalence studies.
- Advised a market leading medical cannabis and cannabinoids manufacturer on the legal framework for medical cannabis and hemp investment in Thailand by working closely with the Thai Food and Drug Administration, covering all steps and issues relating to corporate structure, partnership, regulatory compliance and business model, among others.
- Advised private equity funds based in Hong Kong and Singapore on the acquisition of shares in a leading beauty clinic chain in Thailand, which has plans for an IPO.
- Advised one of Thailand's largest conglomerate on the establishment of a joint venture to engage in medical cannabis business in Thailand, including providing advice on the R&D investment agreement with relevant Thai governmental

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organizations, advice on the joint venture and partnership with a leading multinational cannabis company with headquarters in Canada, and analysis of the regulatory and investment landscape and framework for medical cannabis and hemp in Thailand.

- Advised a market leading medical cannabis and cannabinoids manufacturer on the legal framework for medical cannabis and hemp investment in Thailand by working closely with the Thai Food and Drug Administration, covering all steps and issues relating to corporate structure, partnership, regulatory compliance and business model, among others.
- Advised a leading government backed development fund on the acquisition of a stake in a leading OEM manufacturer of drugs and food supplements in Thailand, which is preparing for an IPO.
- Advised AGC Inc. (formerly known as Asahi Glass Co., Ltd.), the world's largest global manufacturer and supplier of glass products, headquartered in Tokyo and listed on the Tokyo Stock Exchange, in connection with its over THB 17 billion offer to acquire the majority stake in Vinythai Public Company Limited, a major Thailand based global manufacturer and supplier of plastic and chemical products listed on the Stock Exchange of Thailand, via a purchase of the majority shares from Solvay, a major global manufacturer and supplier of chemical products, headquartered in Belgium and listed on the Euronext, and the subsequent tender offer for all the remaining shares in the target company. This deal won Asia Business Law Journal's Deal of the Year Award for 2017.
- Advised a leading innovative skincare brand and beauty clinic, on their outbound expansion of beauty and innovative skincare business in China.
- Advised Takeda on the post-acquisition integration of Shire in Thailand, including providing regulatory advice on the transfer of the marketing authorizations and how to manage the process.
- Advising Corbion, a global market leader in lactic acid, lactic acid derivatives, and lactides and a company listed on the Euronext, on the 50/50 joint venture with Total, one of the "supermajor" oil companies in the world, to produce and market polylactic (PLA) polymers via their first 75,000 tons PLA polymerization plant in Thailand. The closing of the joint venture followed the over Baht 1 billion spin-off of the lactide business of Corbion in Thailand to the joint venture entity.