



Representative Legal Matters

Peerapan Tungsuwan

- Advising 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 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 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.
- Advising a leading innovative skincare brand and beauty clinic, on their outbound expansion of beauty and innovative skincare business in China.
- Advising 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 Baht 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.
- Representing Mitr Phol Group, Asia's largest sugar producer, in connection with their US\$ 55 million investment for research and development and to scale up the production of Erythritol and Xylitol, two of the most widely used sugar alcohols in the global natural sweetener market. Key aspects of the investment involves the collaboration and joint venture arrangement with Dynamic Food Ingredients Corporation (DFI), a world leading company in electrochemistry research and development. Our role includes (i) advice on the transaction structure of its partnership in the USA as well as the joint venture between the two parties in Thailand (ii) negotiating the transaction agreements for the joint investment and technology licensing arrangement (iii) implementation and the joint investment on research and development of the Erythritol and Xylitol.

- Assisting on the THB 77,297,700 Thailand aspects of the spin-off of Baxter International Inc.'s bioscience business to Baxalta Incorporated. We advised on the implementation of the overall transaction, as well as the corporate aspects, the transaction agreements, the product registration license applications (FDA) and other regulatory matters, including tax and the transfer of employees and other employment aspects of the transaction.
- 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 THB1 billion spin-off of the lactide business of Corbion in Thailand to the joint venture entity.
- Assisting an Australian-listed company and leading animal feed producer in connection with the acquisition of shares in a Thai aquatic feed manufacturing company by its subsidiary.
- Advising Pfizer on its sale of Pfizer Nutrition to a Switzerland-based multinational conglomerate. The sale is part of the USD11.85 billion infant nutrition deal which Pfizer initiated through a bidding process.
- Advising Pfizer on the animal health business transfer to Pfizer Animal Health (now named Zoetis) and assisted with the establishment of Pfizer Animal Health.
- Acting as lead partner in advising Pfizer as part of the global entity integration in relation to the business transfer from Wyeth and Fort Dodge Thailand to Pfizer.
- Representing a leading global healthcare corporation on a large-scale, multi-jurisdictional project involving more than 15 APAC jurisdictions, in regard to the transfer and assignment of medical business and devices.
- Acting as lead partner in advising Schering-Plough Ltd on multiple phases of the amalgamation of its Human Health and Animal Health entities. Further to a merger in the US, Intervet (Thailand) Ltd; amalgamated with Schering-Plough Animal Health Ltd. and Schering-Plough Ltd. amalgamated with Organon (Thailand) Ltd. in Thailand.
- Representing a multinational medical devices, pharmaceutical and consumer packaged goods manufacturer in the sale of parts of its business to a multinational consumer goods company, including assisting in the preparation of local transactional agreements, as well as advising on Thai regulatory issues, Thai tax implications of the acquisition and the transitional business arrangement.
- Leading the multi-jurisdictional acquisition and advising Sonafi-Aventis on anti-trust/competition law in multiple jurisdictions in relation to a share acquisition transaction in Thailand.

- Advising Nikkiso Co., Ltd. in connection with the Thailand aspects of its global acquisition of Continuous Renal Replacement Therapy (CRRT) business from Baxter Healthcare Corporation at a purchase price of approximately JPY3.8 billion. The target business provides medical equipment, solutions, and supplies used for administering CRRT treatment in critically ill patients with acute kidney injuries.
- Acting as lead partner in representing Merck/MSD in acquiring share capital in their Thai distributor company including advising them on relevant tax and labour issues.
- Acting as lead partner in representing a major US healthcare group in due diligence and negotiation with specialized Thai healthcare clinics.
- Representing a multinational animal feed manufacturer in the restructuring of its Thai subsidiaries through the entire business transfer scheme.
- **Compliance**
- Advising 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. Our advice covers all steps and issues relating to corporate structure, partnership, regulatory compliance and business model, among others.
- Providing legal advice to a Japan-based manufacturer on anti-bribery, government tender, trade competition and other compliance issues, as well as providing advice on the client's various compliance programs and internal control mechanisms.
- Advising a global healthcare company on FCPA- Anti Bribery issues related to an investigation on payments made to a government hospital welfare fund and their acceptability under Thai law.
- Advising multinational corporations and assisting them in in-house seminars with respect to compliance, anti-bribery legislation, and the Foreign Corrupt Practices Act.
- Providing legal training to a leading distributor of medical supplies in relation to compliance matters, assisting in the review of the client's compliance policies and procedures, as well as providing advice on anti-bribery and other compliance issues.
- Acting as lead partner in advising Schering-Plough Ltd on multiple phases of the amalgamation of its Human Health and Animal Health entities. Further to a merger in the US, Intervet (Thailand) Ltd. amalgamated with Schering-Plough Animal Health Ltd. and Schering-Plough Ltd. amalgamated with Organon (Thailand) Ltd. in Thailand.
- Leading the multi-jurisdictional acquisition and advising Sonafi-Aventis on anti-trust/competition law in multiple jurisdictions in relation to a share acquisition transaction in Thailand.

- Representing a US-based medical device company regarding a due diligence investigation as part of an acquisition transaction.
- Representing a number of Japan based medical devices and pharmaceutical companies in interviewing staff, reviewing the documents and due diligences on anti-bribery and anti-trust compliance matters as well as training their Thai operational and executive staff members.