



Thitawan Thanasombatpaisarn

Partner

T: +66 2 838 1750 ext. 1761

E: thitawan.t@kap.co.th

Languages

- Thai
- English

Education

- LL.B (First Class Honors), Chulalongkorn University, Thailand

Professional Qualifications

- Notarial Services Attorney, the Lawyer Council of Thailand, 2015
- Member, the Lawyer Council of Thailand, 2008

www.kudunandpartners.com

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

Profile

She is a partner in the Capital Markets Practice Group in Kudun and Partners. She has a wealth of experience in providing advice on establishing corporate entities, assisting with corporate compliance issues, and highly adept in advising on Thailand's securities laws and regulations, which include all regulations related to both equity and debt offerings, corporate restructuring, mergers and acquisitions, disposal of assets, connected transaction, takeover and other issues of the companies listed on the Stock Exchange of Thailand.

She is the go-to lawyer for all matters related to capital markets in the firm as her expertise extends across multiple industries including renewable energy, consumer goods, retail, manufacturing and oil & gas.

Areas of Expertise

- Capital markets
- Corporate and M&A
- Infrastructure Funds and REITs

Professional Experience

- Senior Associate, Weerawong, Chinnavat, & Partners Ltd.
- Head of Legal Division, GMM Grammy PLC.
- Associate, P&P Law Firm

Recent Awards and Rankings

- Rising star lawyer in Capital markets by Asialaw, 2022 - 2023

Practice Focus

A selection of matters which Thitawan has been involved include:

Capital Markets

- Representing Saksiam Leasing Public Company Limited, the third-largest loan provider listed on the SET, on the IPO preparation for the purpose of offering newly issued shares to the public and listing all shares of the client to the SET with a total value of THB 2 billion (USD 67.5 million). The IPO is ranked 3rd as the most traded stock on its 1st day (in terms of value) behind only KBANK and PTT.
- Representing Nex Point Public Company Limited in connection with its issuance and offering of newly issued shares by way of a private

placement to specific investors, including Energy Absolute Public Company Limited for the purpose to expand its business operations in Thailand including the application for a waiver from the requirement to make a tender offer for all securities of the business by virtue of a resolution of the Shareholders' Meeting Whitewash with a deal value of THB 2.35 billion (USD 74.5 million).

- Representing Sky ICT Public Company Limited on the allocation of newly issued ordinary shares by way of private placement to the connected person of the Company including a waiver from the requirement to make a tender offer for all securities of the business by virtue of a resolution of the Shareholders' Meeting Whitewash in the total value of THB 527.76 million (USD 17.6 million).
- Represented Stark Corporation Public Company Limited on the issuance of derivatives in the form of warrants to purchase ordinary shares of Stark Corporation Public Company Limited Series 1 (STARK-W1) with a term of 4 years from the issuance date of the STARK-W1 Warrants for THB 20 billion (USD 664.4 million).
- Representing nForce Secure Public Company Limited in connection with the methods and requirements and its initial public offering (IPO) of its shares and the listing of its shares on the Market for Alternative Investment (mai) with a trading value of THB 443.8 million (USD 13.5 million).
- Advising a leading Thai manufacturer and distributor of skincare products and supplements of one of Thailand's famous skincare brands as an issuer in its initial public offering on the Stock Exchange of Thailand valued at THB 4 billion (approximately USD 123 million).*
- Advising one of Thailand's leader in fully integrated logistics and industrial facilities in the corporate restructuring, initial public offering and listing (spin-off) of its subsidiary on the SET valued at THB 6.02 billion (approximately USD 174.8 million).*
- Advising one of Thailand's largest waste-to-energy power plant operations with the largest installed waste-to-energy power generation capacity on one of Thailand's largest offerings in connection with the spin-off and offering of shares under Thailand's Securities and Exchange Commission regulations, and international offering under Regulation S of the US Securities Act and listing of its shares on the Stock Exchange of Thailand valued at THB 17.5 billion (approximately USD 508 million).*
- Advising a leading residential and commercial property development company in Thailand in connection with the sale of its newly-issued ordinary shares — under the new Securities and Exchange Commission rules governing the offering of shares to private placement — to one of the world's leading property development companies incorporated in Singapore. worth THB 4.97 billion (approximately USD 131.7 million). *
- Advising one of Thailand's largest oil & gas company on the divestment of its stake of a refinery company by selling and offering

shares in the initial public offering under Thailand's Securities and Exchange Commission regulations and the listing of shares on the Stock Exchange of Thailand (SET), as well as an international offering under Rule 144 A/Regulation S of the U.S. Securities Act worth THB 12.96 billion (approximately USD 432 million). *

- Advising a leading integrated livestock business on corporate restructuring, and initial public offering (IPO) of approximately THB 2.14 billion (approximately USD 68 million). *
- Assisting a leading real estate developer, owner and operator of malls and hotels in downtown Bangkok on its corporate restructuring and initial public offering (IPO) on the Stock Exchange of Thailand (SET) for a total offering size of THB 5.18 billion (approximately USD 157 million). *
- Assisting a leader in the alternative energy and automotive industries in Thailand on its THB 1.5 billion initial public offerings (IPO) under the Thai SEC regulations. *
- Assisting one of Thailand's largest out-of-home media (OOH) businesses on its THB 1,795,218,000 initial public offering (IPO) under Thai SEC regulations. *

Corporate and M&A

- Representing a group of high-net-worth individuals/ buyers on the 69.18% share acquisition transaction including preparing Tender Offer for all shares of One to One Contacts Public Company Limited ("OTO") from Samart Engineering Company Limited and Samart Corporation Public Company Limited in the total amount of THB 464,880,000 (USD 15.5 million). Part of the transaction include providing escrow services for the buyer and the seller.
- Representing Nex Point Public Company Limited (NEX) — a Thailand-based manufacturer of high precision parts or accessories for electronic products with factories in Ayutthaya and Singburi provinces — in connection with its investment to penetrate the electric bus-related business through the acquisitions of partial equity interest from the existing shareholders in two target companies; Beli Service Company Limited, with a deal value of THB 260 million (approximately USD 8.34 million), and Absolute Assembly Company Limited, with a deal value of THB 218.2 million (approximately USD 7 million).
- Advising an international engineering company in its partial disposal of investment in an indirect subsidiary of the company, which owns a natural gas power plant at Yangon, Myanmar valued at USD 85 million. *
- Assisting an international chemical company in the THB 10.45 billion (approximately USD 296 million) sale of shares in a competitive Chlor-alkali player in South East Asia and one of Thailand's largest manufacturers of PVC resins to one of the leading glass producers of the world. *

- Advising one of Thailand's leader in fully integrated logistics and industrial facilities in the acquisition of shares in a leading industrial estate and landowner for THB 40.5 billion (approximately USD 1.15 billion) via acquisitions from major shareholders and tender offer, financed via a rights issue as well as loans, including the tender offer for delisting such leading industrial estate and landowner from the Stock Exchange of Thailand.*
- Advising one of the largest investment banking companies in Singapore on a voluntary tender offer of the shares of its equity affiliate located in Bangkok to make the company a consolidated subsidiary with a total value of THB 3.37 billion. *
- Advising a leading dealer and importer of medical equipment and supplies on the acquisition of the entire share capital of one of the largest beauty clinics in Thailand with a value of THB 4.5 billion.*
- Advising the majority shareholder of a leading high-speed internet service business and telecommunication network service provider in connection with THB 43.56 billion credit facilities from The Siam Commercial Bank Public Company Limited for the purchase of up to 100% of shares and warrants on the Stock Exchange of Thailand and through a tender offer, including the purchase of up to 100% of shares of the subsidiary company via tender offer under the chain principle method.*
- Advising a leading provider of integrated real estate platforms on its acquisition of 94.5 percent of securities via a tender offer in a leader in residential and commercial real estate development with a total value of THB 19 billion.*

** Denotes experience at a previous firm*