

# RL Counsel Company Limited

Pave the way for your business



RL Counsel

# Introduction

RL Counsel is a long-time, fruitful collaboration between “The Regal Legal Co., Ltd.” in Bangkok and “The Lawyers Co., Ltd.” in Phuket. With an aim to expand legal services, the managements of both companies later decided to rebrand and operate the firms under the new name of RL Counsel since January 1st, 2011 onwards.

RL Counsel is led by a group of new-generation lawyers with years of wide-ranging experience in international law firms, multinational financial institutions and leading conglomerates in Thailand.

RL Counsel offers first-rate services in Thai-law practice areas, and places the highest premium on professionalism as well as the client’s full benefit. Serving clients with the depth and breadth of our practice enable us to offer all-in-one package to serve our clients’ various needs in today’s business environment. All of our lawyers have been trained to work as a team of solution-oriented and value-added service providers.

*“A trusted counsel who paves the way for your business.”*

# Core Values

Bear in mind the interests of our clients at all times

Deliver commercially sound, solution-oriented legal advice



High ethical and professional standards.

Work in a way that saves time and unnecessary costs

# Our Services

**Banking & Project Financing** : Assisting clients with structuring financial transaction and fund-raising, preparing and negotiating financing and security documents together with giving advice and opinion on related legal issues.

**Commercial Transactions** : Giving legal advice and services relevant to the client's business, preparing and negotiating agreements of the transactions and other related documents necessary for business operation.

**Corporate Secretary** : Handling all types of company secretarial work such as formation of a company, amendment to registration particulars, and liquidation work, including registrations of branch offices of foreign corporations, representative offices, regional offices, applications for US Treaty protection, and conversions to public limited companies.

**Debt Restructuring** : Giving advice on and addressing all legal issues in connection with debt restructuring, both in-court and out-of-court.

# Our Services (cont')

**Fund Management :** Assisting management companies to manage funds under their management in compliance with the fund scheme and the rules and regulations set forth by the Securities and Exchange Commission, and to preserve the best interests of the funds. Counseling on all legal issues arising out of management including responsibilities of management companies and parties involved in managing the funds.

**Intellectual Property and Technology:** Giving advice on legal issues in connection with copyright, trademark and patent as well as other forms of intellectual property.

**International Business and Trading Transactions:** Addressing a variety of legal and administrative issues arising in international transactions and trading such as cross-border sales of goods, delivery of services, exchange control, tax, licensing, customs, and intellectual property issues.

**License/Work Permits:** Handling formalities in connection with employment of aliens in Thailand, including work permits, visas, and related government approvals, and giving advice on Thai labor law.

# Our Services (cont')

**Litigation:** Giving legal advice on pre-litigation issues, handling and attending prosecution and enforcement proceedings, and preparing documents for litigation matters.

**Merger & Acquisition:** Assisting in and giving advice to clients on a merger and acquisition, preparing relevant agreements and documentation, conducting due diligence, and recommending a structure, including tax planning, for a merger and acquisition to ensure that the transaction serves clients' need.

**Technology and E-Commerce:** Advising on outsourcing, licensing and other transaction-related services, and counseling on all aspects of developing and maintaining a Web site, including drafting legal disclaimers, terms and conditions of use, and "click-wrap" agreements for a variety of services.

**Taxation:** Advising tax planning for Thai projects, including shareholders and officers, including addressing all tax issues in connection with the numerous tax treaties to which Thailand is a party.

# Financial Terms and Conditions

## Rate

- Normally, we will charge for our services on an hourly basis at the rate we customarily charge for such services at the time they are performed. Those hourly rates for our lawyers depend on the experience and expertise of the relevant lawyer. Where appropriate, the services of legal assistants or paralegals may also be employed. Fees for such legal assistants' services will also be based upon the hourly rates customarily charged by us to clients at the time those services are performed.
- Our hourly rates range from Baht 2,000 to 3,500, subject to adjustment from time to time, usually at the beginning of each calendar year.

## Cost and Disbursements

- Costs and disbursements (such as photocopying, local messenger, delivery service, travel expenses and secretarial overtime) are charged separately at the firm's applicable rates. As required by law, our legal fees and disbursements are subject to a Thai value added tax at the rate of 7%.

## Invoicing and Payment

- We customarily bill for services performed and expenses incurred monthly in arrears, with detailed statements. Monthly statements are due on presentation.

# Major Referenced Clients

**APM Group.** APM Group is a Thailand's leading consulting firm in the area of organizational development and human resource consultancy. We are giving them legal advices relating to their on-going business, and also responsible for preparing and commenting various kinds of documents, e.g. services agreements, joint venture agreements and license agreements.

**Krungsri Asset Management Company Limited.** Krungsri Asset is a subsidiary of Bank of Ayudhya PLC. We are assisting them on legal matters relating to the funds under their management. Our roles are to provide advice on transactions to be carried by the funds and solution for issues arising out of the fund business.

**Bangkok Hospital Group.** One of the most technologically sophisticated hospitals in the world, Bangkok Hospital is operated by Bangkok Dusit Medical Services PLC, whose stocks are listed in the Stock Exchange of Thailand. We are giving legal advices to Bangkok Dusit Medical Services PLC, including their affiliates and subsidiaries, on corporate, labor and on-going business matters. We also prepare several kinds of documents, e.g. agreements relating to strategic marketing alliance, cross border investment, service, sale and lease to help them grow their business with confidence on legal matters.

# Major Referenced Clients (cont')

**Cargill Siam Limited.** We are acting as a legal counsel of Cargill Siam Limited and its subsidiaries in general legal matters, e.g. contract, product liability and financing. Our services include giving advices to Cargill Siam Limited and Cargill Texturizers (Thailand) Limited and preparing documents in the engineering, procurement and construction of Tapioca Modified Starch Plant in the project cost of Baht 470,000,000.

**ING Funds (Thailand) Company Limited.** We are acting as their legal counsel in relation to the funds under their management; property funds, private funds and provident funds. Our services include giving advices on the transaction structure to carry out the fund business, investment committee and preparing and commenting on various kinds of documents, e.g. consultation letter to the SEC office and fund scheme property management agreements, property sale and purchase agreements, lease agreements.

**One Asset Management Company Limited.** We are acting as their legal counsel in relation to the funds under their management; property funds, private funds and provident funds. Our services include giving advices on the transaction structure to carry out the fund business, investment committee and preparing and commenting on various kinds of documents, e.g. consultation letter to the SEC office and fund scheme property management agreements, property sale and purchase agreements, lease agreements.

**Planet Connexion.** Planet Call Center is a leader in Tele Commerce Distribution in the Asia Pacific. We are assisting them to expand the business in the prospect countries, including giving advices on franchising and on-going business matters.

# Major Referenced Clients (cont')

**Thailand Creative & Design Center (TCDC).** TCDC is a sub-division of the Office of Knowledge Management and Development (OKMD) responsible for promoting and supporting creative and design as well as holding related exhibitions and events. We assisted TCDC on preparing, reviewing, commenting and negotiating all contracts relating to their business and giving general legal advices.

**Thriven Group.** Thriven Group is long standing and well-known group companies involved in warehouse business for decades. We are representing them in providing commercial contracts, tax matters and rendering general legal advices.

**Ticon Logistics Park Company Limited.** As a subsidiary of Ticon Public Company Limited, an outstanding warehouse operator listed on the SET, Ticon Logistics Park Company Limited provides warehouse space for rent in several and prime industrial areas in Thailand. As their legal counsel, we are responsible for preparing various types of commercial contracts as well as providing general legal advices.

**WHA Group.** WHA Group is one of the leading logistic warehouse operators. The largest air-conditioned warehouse in Thailand is also operated by them. We render our legal services to them in the area of joint venture, corporate matters, commercial contracts and other general legal advices as well as property fund set up.

# Other Referenced Clients

- Asian Property Development PLC
- Aureos Advisers (Thailand) Company Limited
- Blue Mango Publishing Co., Ltd.
- Business Research Specialist Co., Ltd.
- Cerebos (Thailand) Ltd.
- Dapper General Apparel Co., Ltd.
- Divana Spa Limited
- Gypsum Wall & Ceiling Manufacturers Trade Association.
- Innovatia Co., Ltd.
- London Asia Capital PLC
- Maxwealth Plus Co., Ltd.
- Merit Holiday Park Co., Ltd.
- One Asset Management Limited
- Park Suanplu Holdings Ltd.
- PGA of Asia
- Phatra Securities Public Company Limited
- Phuket IT and Software Solutions Co., Ltd.
- Playwork Company Limited
- Quality House PLC
- Siam South Sea Bird Nest Co., Ltd.
- Seamico Securities Public Company Limited
- SK Kaken (Thailand) Co., Ltd.
- Tapaco PLC
- Teco Construction Co., Ltd.
- The Siam Gypsum Industry (Saraburi) Co., Ltd.
- Thai Green Building Foundation
- Thai Motor Chain Co., Ltd.
- Thai Glass Industries PLC
- Tycoons Worldwide Group (Thailand) PLC
- World Book Now Corporation

# Partner : Kasamsi Sakuchaisiriwit

Khun Kasamsi is a partner of RL Counsel with experience in insolvency, securities and finance and telecommunications. His principal areas of experience include corporate matters, international investment and finance, insolvency and business reorganization, joint ventures, tax, and litigation. Khun Kasamsi advises on feasibility and issues under Thai law in investing, forming and conducting businesses and issue of securities in Thailand. He also advises on tax planning and other legal issues pertaining to investment involving multi-national corporations and real estate business. He is experienced in the review, drafting and negotiation of agreements and corporate documentation in establishing joint venture companies, in business reorganization, in commercial contracts and in the formation of financial agreements for syndicate loans.

Prior to joining RL Counsel, he worked for SGVN Legal and Tax Consultant Limited, Shin Corporation Limited, White & Case (Thailand) Limited and Double Impact Co., Ltd., respectively.

Khun Kasamsi obtained his LL.B. degree from Thammasat University and has an LL.M. degree from Temple University School of Law.

Hourly Rate: Baht 3,500

Mobile Phone: +66 (0) 81 849 0002

Email: [kasamsis@rlcounsel.com](mailto:kasamsis@rlcounsel.com)

Office: Bangkok

# Partner : Wallop Sripaisal

Khun Wallop is a partner of RL Counsel, specializing in corporate financing and commercial transactions, debt restructuring, business reorganization, and licensing and franchising.

Prior to joining RL Counsel, he worked for Seni Pramoj Law Office, a respectable local law office, as a litigator and then worked for White & Case (Thailand) Limited, a leading international law firm where he gained extensive experience in debt restructuring, business reorganization, banking and corporate transactions, project financing, engineering and construction contracts, joint ventures, cross-border and domestic mergers and acquisitions and commercial transactions. He also worked for Citibank N.A., Bangkok Branch, as a legal director for consumer finance, advising on transactions relating to consumer finance.

Khun Wallop obtained his LL.B. (Honors) degree from Thammasat University, his LL.M. degree from Case Western Reserve University School of Law and his M.C.L. degree from Indiana University at Bloomington. Khun Wallop is also a Thai Barrister-at-Law.

Hourly Rate: Baht 3,500

Mobile Phone: +66 (0) 81 622 7928

Email: wallops@rlcounsel.com

Office: Bangkok

# Partner : Narong Kritchanchai

Khun Narong is a partner of RL Counsel with extensive experience in infrastructure financing transactions, banking and corporate transactions, corporate debt restructuring, business reorganization, joint ventures, cross-border and domestic mergers and acquisitions, foreign investments and international and domestic capital markets and privatization of state-owned enterprises.

Prior to joining RL Counsel, he worked for a reputable local law firm as a litigator. He then worked with White & Case (Thailand) Limited, a leading international law firm.

Khun Narong obtained his LL.B. (Honors) degree from Thammasat University and has an LL.M. from Cornell University Law School. He is also a Thai Barrister-at-Law.

Hourly Rate: Baht 3,500

Mobile Phone: +66 (0) 81 611 7118

Email: narongk@rlcounsel.com

Office: Bangkok

# Partner : Piyawat Suratcharoensuk

Khun Piyawat has extensive experience in corporate and commercial law, covering the areas of foreign-owned business, corporate structuring, tax planning, drafting and advising on any kind of business and legal documents, labor laws, maritime and shipping laws as well as intellectual property laws.

Prior to his relocation to lead our Phuket Office, he formerly worked for both international and local law firms in Bangkok, Thailand, where he closely worked with and assisted numbers of clients on all legal matters concerning business operation in all respects in Thailand. This has allowed him to become a very well-rounded and keen corporate lawyer.

Khun Piyawat was also a lecturer at Bangkok University School of Law, where he taught Maritime Law, Contractual Drafting, Business Law, amongst other law subjects, and was later promoted to serve as the Assistant Dean of the School of Law.

Hourly Rate: Baht 3,500

Mobile Phone: +66 (0) 85 073 7788

Email: [piyawats@rlcounsel.com](mailto:piyawats@rlcounsel.com)

Office: Phuket

# Contact



**RL Counsel**

## **Bangkok Office**

RL Counsel Limited  
62/15 Thaniya Road  
Suriyawongse, Bangrak  
Bangkok 10500  
Thailand

Telephone: +66 (0) 2235 3076, +66 (0) 2235 3339  
Facsimile: +66 (0) 2235 3076

## **Phuket Office**

RL Counsel (Phuket) Limited  
488/40 Moo 5, Chao Fah West Road  
Chalong, Muang Phuket  
Phuket 83130  
Thailand

Telephone: +66 (0) 76 367 653  
Facsimile: +66 (0) 76 367 643