

## Laos

VDB Loi provides the highest quality integrated legal and tax solutions for transactions and investment in Laos. With our growing team of foreign and local advisers, we are one of the leading professional services firms in Laos.

Our legal team focuses mainly on transactions in banking and finance, M&A, investment, real estate, energy, and infrastructure. We also offer a full range of professional tax and regulatory compliance services, from corporate tax structuring to due diligence. With our tax advisers and transactional lawyers working in close conjunction, we are in a unique position to structure transactions in a tax-efficient manner.

VDB Loi in Laos is well-respected and recognized. We are ranked by independent experts as a Tier 1 law firm in Laos (Legal 500), one of only three firms to earn that ranking.



Cambodia  
Indonesia  
Laos  
Myanmar  
Vietnam

**"Professional. Very reactive. Good follow-up and drafting skills with excellent knowledge of local regulations."**

– Asialaw

## BANKING AND FINANCE

- ▶ We assisted an international financial institution on the financing of a state-of-the-art serviced apartment complex, a first-of-its-kind project in the Lao PDR, including advising on the loan structure and assisting with closure, drafting of security documents, and security registration for the transaction.
- ▶ We acted for an Asian development financial institution as local counsel, issuing a legal opinion and assisting with registration of security assets, pursuant to a multimillion-dollar project finance transaction (US\$770 M) for the construction of a 1,156MW hydropower project in the Lao PDR.
- ▶ We assisted an Asian development financial institution on the granting of a US\$30 million secured term facility to a Lao commercial bank and assisted throughout the transaction, from carrying out legal due diligence through till closing.
- ▶ We acted for a consortium of European development financial institutions as local counsel on a US\$30 million secured term loan facility to a market-leading agroforestry company in the Lao PDR, a Sweden-Lao joint venture project. We advised on the loan and security structure, and assisted with legal due diligence of the borrower, drafting of security agreements, perfection of the security, and the closing phase. This was the biggest ever commercial loan deal in the agribusiness sector in the Lao PDR.
- ▶ We assisted an Asian development financial institution on the financing of a paper manufacturing project in the Lao PDR, advising on the security structure under Lao PDR law and assisting with perfection of the lender's security interest.
- ▶ We advised an international bank on providing e-wallet services in the Lao PDR, and also assisted with structuring its microfinance-related loan and security agreements, and drafting its housing loan agreement template.

## M&A

- ▶ We assisted a leading Asia-Pacific renewable energy company with the acquisition of two hydropower projects in the Lao PDR, one of the biggest M&A deals of 2019 in the country.
- ▶ We assisted a Luxembourg-based company with the acquisition of an operating wood handicraft manufacturing business in the Lao PDR.
- ▶ We assisted an IT consulting company with the transfer of shares from its Thai parent company to its Singapore affiliate and the share transfer registration.
- ▶ We assisted a world leader in testing, inspection, and certification services with the corporate restructuring of its two subsidiaries in the Lao PDR.
- ▶ We assisted a major automotive company with the corporate restructuring of its business operation in the Lao PDR.

## CORPORATE & INVESTMENT

- ▶ We advised a global supplier of electromechanical systems on its greenfield investment and its supply contracts under the laws of the Lao PDR.
- ▶ We advised a leading Chinese mobile telecommunications company on its investment in the telecommunications sector in the Lao PDR.
- ▶ We advised a major Lao energy company on structuring its entire investment and its network of local dealerships in the fuel business.
- ▶ We assisted a Japanese multinational hydroelectric power corporation on investment and its legal, tax, and accounting compliance obligations in the Lao PDR.
- ▶ We advised a regional brewing company on licensing to sell its new line of products in the Lao market.
- ▶ We advised a large integrated telecommunications infrastructure service provider on market entry issues – foreign investment incentives, restrictions, minimum capital and foreign exchange requirements, licensing regulations, land-use rights, labor issues, and tax implications.

## REAL ESTATE AND INFRASTRUCTURE

- ▶ We advised and assisted a leading real estate construction company on the development of a high-end housing project as a joint venture with a Lao construction company.
- ▶ We assisted a leading SEZ developer with entering into a joint venture arrangement with the Lao government for the development of a special economic zone in the Lao PDR.
- ▶ We advised and assisted a Thai-based construction company with entering into a joint venture agreement to establish a consortium to bid on a public infrastructure project.
- ▶ We advised a Japanese-Lao real estate joint venture on its investment in a number of high-end real estate projects in the Lao PDR. We also assisted with structuring its contractual arrangements for the project.
- ▶ We assisted a leading real estate developer with the drafting of a building construction contract and a housing sale contract template for the development of a housing project in the Lao PDR.
- ▶ We assisted a Cayman Island-based real estate company to set up its Lao subsidiary for investing in infrastructure projects in the region.

**“... their lawyers are always responsive and understand the client's concerns very well.”**

**- Chambers and Partners Asia Pacific and Global**

“... willing to provide solutions that take commercial considerations into account.”

– Chambers and Partners Asia Pacific and Global

## ELECTRICITY

- ▶ We advised on the overall structure of an investment in one of the largest hydropower projects in the Lao PDR, and assisted with carrying out legal due diligence and drafting project agreements.
- ▶ We advised on the concession agreement with the Lao government, legal and tax operational issues, licensing, investment incentives, and regulatory exemptions for six 600MW hydropower plants.
- ▶ We advised a Chinese technology company on its EPC contract for a hydropower project in the Lao PDR.
- ▶ We advised a renewable energy company on the construction and operation of two 220kV electricity transmission lines and electricity substations in the Lao PDR as a joint venture with a Lao company.
- ▶ We assisted in drafting an EPC contract for the development of a 120MW hydropower plant in the Lao PDR.
- ▶ We assisted a hydropower project company with its concession agreement, and on the LEPTS guidelines in relation to a wide range of operational issues.

## TAXATION

- ▶ We advised a global mineral exploration company on cross-border taxation, and legal and tax implications in the Lao PDR, and assisted with VAT registration and filing.
- ▶ We have been retained by an international brewery as its tax and regulatory adviser for the Lao PDR jurisdiction.
- ▶ We assist a leading market expansion services group with its accounting and tax compliance work, including preparing annual reports, tax advisory, registration and filing, liaising with the tax authorities, and assisting with annual government tax audits.
- ▶ We advised an international bank on cross-border taxation, tax minimization, personal income tax, and loan agreements, and also assisted on two financing deals, drafting the facility and other required agreements.
- ▶ We assisted with the legal and tax compliance obligations of a foreign engineering subcontractor under the concession agreement for a hydropower project in the Lao PDR.
- ▶ We advised the subsidiary of an Australian-listed mining company on a range of complex tax issues stemming from its investment agreement with the government.
- ▶ We assisted a leading airline company with its annual tax compliance in the Lao PDR and assisted with obtaining tax payment certificates.
- ▶ We advised a leading Japanese hydropower maintenance and operation service company on the tax obligations pursuant to its subcontract with the main contractor, the related OMT contract and the concession agreement of a hydropower project in the Lao PDR.

## REGULATORY

- ▶ We assisted a market leader in manufacturing high-tech optical instruments with labor registration, and tax and accounting compliance. We also conducted a regulatory training program for its staff in the Lao PDR.
- ▶ We assisted a leading apparel production company with obtaining its factory expansion license and with registration and licensing pursuant to a change of shareholding structure.
- ▶ We assisted a personal care and nutrition company with setting up and registering a trading company, and obtaining the licenses to operate in the Lao PDR.
- ▶ We assisted an international NGO to obtain its NGO operating permit and approval for its two projects in the Lao PDR. We also assisted with labor compliance services.
- ▶ We assisted a regional for-profit social enterprise with share transfer registration and regulatory compliance post-corporate restructuring.
- ▶ We assisted an IT consulting company with labor law compliance and social security registration.
- ▶ We assisted a Japanese-based global construction contractor with labor law compliance, immigration, and foreign employee registration.
- ▶ We assisted with corporate registration and business licensing for a four-star hotel in Luang Prabang, the Lao PDR.



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