



## OUR FIRM

Bun & Associates is an independent, multi-service law firm duly registered with the Bar Association of the Kingdom of Cambodia.

As a leading law firm in Cambodia, we provide innovative and high quality legal advice and services to both national and foreign clients.

Our firm is built on three guiding principles: **commitment, professionalism and quality**. We are committed to providing our clients with dedicated and responsive services tailored to their needs. We pride ourselves in our ability to handle complex demands and to provide them with expert and timely solutions with the utmost professionalism and integrity. Upholding international standards, we strive to achieve excellence and efficiency in our work, ensuring the best quality possible for our clients.

We provide **comprehensive services** to a wide range of clientele comprising not only multinational corporations but also national companies, small and medium enterprises, international and non-governmental organizations, and private individuals. Our clients operate in diverse areas including real estate, banking and financial institutions, insurance, agro-industry, hotels and tourism, the mining and energy sector, and the diplomatic community.

Our firm benefits from being **both Cambodian and Western** in its management structure, identity and approach. Our team is highly experienced, multi-lingual and multi-specialized. We have built strong relations with key public and local authorities, international organizations and industry leaders. We can facilitate regional clients' interests with the support of a solid regional network. Foreign law firms also draw on our services in Cambodia.

Bun & Associates is perfectly suited to the needs of foreign and local clients, in view of its expert and pragmatic understanding of the law and its implementation in the Cambodian market, and is committed to the highest international standards of practice.

Bun & Associates regularly updates clients on important legal development via publications.

## Bun & Associates

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## OUR PRACTICE AREAS

Our firm supports the diverse needs of local and international clients with extensive, wide-reaching services. The firm supports clients throughout all stages of their investment process, from building a business structure to maximizing investment incentives; forging key partnerships; and managing operational challenges. Combining international business acumen and local legal knowledge, our approach ensures optimum results.



Our key practice areas are as follows:

### CORPORATE & COMMERCIAL LAW

#### Corporate

- Corporate incorporation;
- Business registration and declarations;
- Qualified investment project registration;
- Regulatory compliance;
- Corporate legal secretary;
- Corporate structure (legal & tax);
- Shareholders' agreements and joint venture agreements;
- Corporate due diligence;
- Mergers and acquisitions;
- Corporate restructuring.

#### Commercial

- All types of business licensing;
- Distributorship agreement (exclusive and non-exclusive);
- Trade of goods and services;
- Agency;
- Franchise;
- Management and professional services;
- Legal compliance of industrial standards;
- Quality certification of products and services;
- Transport (inland, maritime and air);
- Acquisition and transfer of goodwill;
- Competition;
- Product liability and consumer protection.

### BANKING, FINANCE & INSURANCE

#### Banking and Finance

- Licensing (banks, microfinance institutions and securities firms);
- Regulatory compliance;
- Loan facilities and security documents (commercial and private);
- Securities business;
- Structured finance;
- Financial lease;
- Secured transactions;
- Trade finance;
- Project finance/Public Private Partnerships;
- Debt collection;
- Debt restructuring;
- Escrow;
- Microfinance.

#### Insurance

- Licensing (insurance, brokers and agents);
- Insurance regulatory compliance;
- Insurance and reinsurance agreements;
- Claims;
- Audit;
- Agreement with external service providers.

## REAL ESTATE & CONSTRUCTION

### Real Estate

- Real estate due diligence and search;
- Real estate holding structure (legal and tax);
- Protection of foreign investor;
- Land registration, titling and conveyance;
- Property acquisition (including negotiations, financing and security packages) and lease (including long-term leases and commercial leases).

### Property & Infrastructure Development & Agro-Industry

- Licensing (real estate agent, property valuator, property developer);
- Co-ownership;
- Property service management;
- Professional service agreement (including architecture, engineering);
- Special Economic Zone;
- Economic land concession and privatization;
- Public infrastructure development;
- Land expropriation process.

### Construction

- Construction permits and regulatory compliance;
- Construction contracts and sub-contracts;
- Environmental impact assessment.

## LABOUR & EMPLOYMENT

- Labour registration (including registration with the National Security Fund) and compliance;
- Labour due diligence (restructuring, take-over);
- Labour outsourcing;
- Employment contracts;
- Internal rules;
- Confidentiality charter;
- Code of ethic;
- Collective bargaining;
- Foreign employee (work permits and immigration);
- Negotiations with employees' representatives (shopsteward and trade union);
- Labour dispute resolution (individual and collective);
- Labor law related training.

## DISPUTE RESOLUTION

- Mediation, arbitration and out-of-court settlement;
- Civil, commercial and criminal litigation.

## INTELLECTUAL PROPERTY RIGHTS & NEW TECHNOLOGIES & INFORMATION

### Intellectual Property Rights

- Search and registration of patents, trademarks, copyright, geographical indication, and other intellectual property rights;
- Licensing, sub-licensing and franchising agreement;
- Intellectual property rights enforcement;
- Anti counterfeiting and infringement settlements and litigation.

### New Technologies & Information

- Licensing (internet service provider, telecommunication, media);
- E-commerce;
- Website;
- Broadcasting;
- Content legal compliance.

## TAX & CUSTOMS

- Corporate (including NGOs) Tax filing, declarations and compliance;
- Tax planning and strategy;
- Tax incentive (Qualified Investment Project);
- Merger and acquisition tax strategy;
- Real estate tax strategy;
- Tax due diligence;
- Tax audit, tax dispute settlement and tax clearance;
- Seeking interpretation on tax regulations and practice with the Cambodian administration;
- Foreign employee tax compliance;
- Local administration tax regime;
- Import & export procedures and requirements.

## ADMINISTRATIVE LAW & LEGAL REFORM

- Public procurement;
- Project financed infrastructure/Public Private Partnerships;
- Foreign investment protection;
- State enterprise;
- Legal feasibility study;
- Technical assistance in legal reform.

## PRIVATE CLIENT SERVICES, LEGALIZATION & TRANSLATION

- Family law (marriage, divorce, adoption);
- Estate law (wills and asset management);
- Immigration and nationality;
- Legal translation and certification.

## OUR KEY STAFF

### **BUN Youdy, LLM**



Youdy is an attorney-at-law and former Secretary-General of the Bar Association of the Kingdom of Cambodia. He is a graduate of prestigious universities in Cambodia, France, and the United States. Before joining the firm, he gained extensive experience working in different capacities for both Cambodian and international law firms. He is currently a panel lawyer of numerous foreign banks operated in Cambodia including the largest bank in terms of assets and loan portfolio. Recently, he was commissioned to advise the 5th largest financial institutions in Southeast Asia and another Asian leading securities firm relating to their entry strategies into the country. He also lately advised one of the largest Cambodian conglomerates involving an acquisition of a USD 60 millions turn-key brewery plant. He recently assisted a foreign fund in a partial debt assignment transaction of the largest loan ever granted in telecommunications' sector. Youdy specializes in the areas of foreign investment, banking, corporate and commercial litigation. He is fluent in Khmer (Cambodian), English and French.

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### **Antoine FONTAINE, Ph.D.**



Antoine holds a Ph.D. in Insurance Law and is an attorney-at-law admitted to the Paris Bar. Having residing in the country for more than ten years, he acquires in-depth experience and understanding of law practice in Cambodia. After working for AXA Insurance, the French Embassy in Cambodia and the largest French business law firm, Gide Loyrette Nouel in the Mergers and Acquisitions and Project Finance Departments, he joined Bun & Associates in 2007. He recently advised on two large scale agro-industrial projects carried out by European and world leaders in the fields. He also worked on various development projects of luxury real estate and been engaged in reviewing the legal and tax feasibility of public transportation and public lighting projects in Phnom Penh. He regularly conducts comprehensive corporate due diligences for restructuring and acquisition projects, and regularly provides legal support to small and medium enterprises and foreign NGOs in legal compliance matters. He teaches business law at the Royal University of Law and Economics in Phnom Penh and published a series of articles on Southeast Asian legal systems. Since December 2009, Antoine has been serving his term as the Chairman of the French Cambodian Chamber of Commerce. He speaks French, English and Khmer.

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### **ING Sophealeak, LLM**



Sophealeak is a graduate of prominent law schools in Cambodia and France. Prior to joining Bun & Associates, he worked for the Finance Department of Gide Loyrette Nouel in Paris office and for the International Finance Corporation (World Bank Group) in Cambodia. He advised clients on a number of joint venture projects between local companies and foreign investors as well as on distributorship agreements. He also assisted an internet service provider in securing an important distribution network. He recently provided advice to a leading engineering firm in the country on various major on-shore and off-shore construction projects. In addition, he assisted Cambodia's largest premium rice exporter in securing a multi-million-dollars equity participation by foreign investment fund and facilitated an acquisition of a well-known business chain in F&B sector. His practice areas cover real estate, business licensing, distribution, and intellectual property. Sophealeak is fluent in Khmer, English, and French.