

Independent Study Title : Transfer of Trade Secrets: Merger and Acquisition
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ABSTRACT

The objective of this independent study is to study the problems pertaining to transfer of trade secrets in case merger and acquisition. This study focuses on revealing ambiguity, risks and effects of transfer of trade secrets in case merger and acquisition. In this research, comparative study and analysis of legal provisions, law textbook, academic publication and judgments relating to trade secrets protection under foreign jurisdiction are made in order to provide guidance the practice of transfer of trade secrets in case merger and acquisition and create prophylactic to maintain the status of trade secrets clearly and suitability

The result obtained from the study show transfer of trade secrets in case merger and acquisition have a problem about status of the confidentiality of trade secrets. Due process before the amalgamation need to be negotiated and share information among the shareholders and employees involved of each company. Perceptions of trade secrets of such person make a risk to the confidentiality of trade secrets directly depending on the kind of the amalgamation. This problem in Thailand is not received attention that may be make many the dispute to the court after the amalgamation

In an effort to solve aforementioned problem, the companies that intends to complete the amalgamation have to make a agreement for maintain status of the confidentiality of trade secrets prior to the amalgamation. It is an agreement between the shareholders and employees involved of each company that the abroad call this agreement “Non disclosure agreement” or “Confidential agreement”. It will be the practice of transfer of trade secrets in case merger and acquisition for being prophylactic to maintain the status of trade secrets clearly and suitability.