

# EY Law Japan Team Members

EY Law Co.

As of September 2024



# Legal

## Team members - EY Law Japan

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### Dan Matsuda

Managing Partner

#### Background

Dan Matsuda is the Managing Partner of EY Law Co. He brings over 20 years of experience as a *bengoshi* (Japanese-qualified attorney) at a major Japanese law firm and at an international law firm before joining EY Law in April 2022.

He focuses on advising Japanese entities in the renewable energy, medical devices, food products and petrochemical products sectors on their cross-border M&A/investment projects and disputes overseas. He also advises foreign businesses on Japanese compliance and regulations matters.

#### Main Practice Areas

- Cross-border M&A
- Financial regulations
- Real estate transactions
- Commercial and general corporate

#### Admissions

- Japan (2000)
- New York, USA

#### Languages

- Japanese
- English

#### Dan's experience includes advising

- Japanese entities on acquisitions and investments of overseas entities
- International investors entering the Japanese market (including electric power retail, power generation business, acquiring and credit card industry, payment service and fund transfer industry related clients)
- International investors on the acquisition of Japanese entities and businesses
- Japanese subsidiaries of foreign entities on group reorganizations
- Japanese entities on various overseas commercial disputes



### Takahiro Tsumagari

Partner

#### Background

Takahiro Tsumagari has over 20 years of experience as a *bengoshi* (Japanese-qualified attorney). Throughout his career, he has worked for local Japanese law firms and for a U.S. based law firm's Los Angeles and Tokyo offices as a partner. He has deep experience advising and representing many leading international and Japanese corporations on cross border and domestic M&A, business partnerships, structured finance matters and real estate developments. He also advises on cross border antitrust, international lawsuits and other general corporate matters.

#### Main Practice Areas

- M&A, joint venture and other transactions
- Restructuring
- Commercial and general corporate
- Real estate

#### Admission

- Japan (1999)

#### Languages

- Japanese
- English

#### Takahiro's experience includes advising

- Foreign and domestic companies and funds in relation to their cross-border M&A transactions and business acquisitions
- A bank syndicate in relation to its non-recourse securitizable loans secured by real property and non-performing loan portfolios in Japan, and underwriting bonds issued by TMKs under an indemnity entrustment structure
- A prominent financial advisor and foreign/domestic institutional investors with regards to a sale and leaseback transaction in respect of real property valued at over JPY100 billion and the acquisition of a major domestic hotel
- Various foreign/domestic companies and financial institutions in relation to finance related laws and regulations such as Financial Instruments and Exchange Act (FIEA) and Banking Act
- Domestic companies in relation to joint ventures, acquisition of real estate and investment in local production in India, Vietnam and Myanmar by prominent global companies
- Domestic medical device/drug companies on IPO matters, disputes related to intellectual property and licensing
- Subsidiaries of foreign companies in Japan and Japanese companies concerning matters related to personnel and labor affairs, including dismissals, demotions, wage system changes, mental health issues, labor accidents, and claims for payment of overtime

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Takahiko Itoh

Partner

### Background

Takahiko Itoh has over 20 years of legal experience including serving as a judge for 4 years and over 18 years as a *bengoshi* (Japanese-qualified attorney). His practice mainly focuses on antitrust/competition and M&A/corporate matters. In addition, he is very active in helping start-ups in the IT and life science sectors. Takahiko started serving as EY Japan's Start-ups Leader from July 2019. Before joining EY Law, he belonged to UK and US based international law firms and a major Japanese domestic law firm, and also worked as in-house counsel at two companies on a secondment-basis. He is qualified in New York and is fluent in English.

### Main Practice Areas

- Antitrust/Competition law
- Commercial and general corporate
- Cross-border M&A, joint venture and other transactions

### Admissions

- Japan (1999)
- New York, USA

### Languages

- Japanese
- English

Takahiko's experience includes advising on

- Antitrust/Competition: he advises on cartels, merger control, private monopolization and unfair trade practices not only from domestic law perspective but also taking into account the trends of international regulations
- Cartels: domestic and international cartels (including leniency)
- Merger control: JFTC filing and coordination for filing to other foreign authorities
- Unfair Trade Practices: investigations and advice on distribution systems
- M&A: he has sufficient experience in domestic, in-bound and out-bound M&A transactions
- Start-up: he advises on capitalization strategies and fund raising; drafting important agreements and regulatory issues, including matters with cross-boarder aspects
- Joint venture and collaboration: he deals with domestic and cross-border joint ventures/collaborations, in particular, collaborations between large companies and start-ups



Kohei Nakajima

Partner

### Background

Kohei Nakajima has more than 15 years of experience as a *bengoshi* (Japanese-qualified attorney) and has been advising many Japanese and foreign-affiliated clients in a wide range of areas including transactions, antitrust/competition and general corporate matters, making use of his prior experience at a domestic law firm, foreign law firm and at the Japan Fair Trade Commission.

### Main Practice Areas

- Cross-border M&A
- Antitrust/Competition law
- Commercial and general corporate

### Admissions

- Japan (2007)
- New York, USA

### Languages

- Japanese
- English

Kohei's experience includes advising

- Multinational clients on domestic M&A deals, foreign transactions by Japanese companies (outbound), and domestic transactions by foreign companies (inbound)
- Clients on the implementation of legal due diligence, legal advice on structuring, drafting and reviewing share purchase agreements and other transactional agreements
- Clients on their domestic and/or international corporate reorganizations
- Multinational clients on merger filings
- Multiple clients in government investigations and reviews by the Japan Federal Trade Commission and foreign competition agencies

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### Yoshitake Masuda

Associate Partner

#### Background

Yoshitake Masuda has over 25 years of experience as a *bengoshi* (Japanese-qualified attorney). Throughout his career Yoshitake has worked at both foreign and Japanese law firms providing a wide range of legal services focused on international and domestic business transactions, including those related to M&A, joint ventures, and strategic alliances. He has also served as an in-house lawyer for a general trading company and an auditor for a public company.

#### Main Practice Areas

- Cross-border M&A, joint venture and other transactions
- Commercial and general corporate

#### Admissions and Qualifications

- Japan (1996)
- New York, USA
- MBA, McGill University

#### Languages

- Japanese
- English

Yoshitake's experience includes advising on

- M&A deals between Japanese companies, between Japanese companies and overseas companies/businesses (outbound deals), and between overseas companies and Japanese companies/businesses (inbound deals)
- Joint ventures and other business alliances between Japanese companies and between Japanese companies and overseas companies
- Merger filings to competition regulatory agencies both in Japan and overseas
- Commercial transaction agreements, including international sales agreements, distribution agreements, and license agreements
- Compliance and corporate governance, including laws and guidelines related to life sciences, for companies conducting business in Japan
- Internal audit and fraud investigations



### Junya Kubota

Associate Partner

#### Background

Junya Kubota has more than 15 years of experience as a *bengoshi* (Japanese-qualified attorney). He has substantial experience in advising and supporting many leading international and Japanese clients, mainly on labor and employment, and general corporate.

#### Main Practice Areas

- Labor and employment
- Commercial and general corporate

#### Admissions

- Japan (2006)
- New York, USA

#### Languages

- Japanese
- English

Junya's Experience includes advising on

- Individual employment matters (for employers)
- Preparing employment-related contracts and internal regulations
- Dismissals
- Non-compete agreements with employees
- Legal due diligence from an employment law perspective upon M&A transactions
- Change of working conditions upon M&A transactions (post-merger integration)
- Employment issues upon office closure
- Collective labor matters (for employers)
- Issues relating to labor unions (including general unions)
- General corporate and transactions
- Preparing various types of commercial transaction contracts

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## Team members - EY Law Japan

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**Paul Wong**

Associate Partner

### Background

Paul Wong has over 20 years of legal experience, working in the US and throughout Asia, including Hong Kong, Japan, China and Singapore. His practice focuses on corporate and commercial transactions. He represents clients on cross-border M&A and divestments, joint ventures, securities and derivatives transactions, and strategic investments throughout Asia Pacific. Paul also brings extensive corporate, securities and M&A experience in the US with startups and VCs in the tech sector. He has significant experience advising financial institutions and investments advisers and managers on licensing, fund formations, and various regulatory and compliance matters.

### Main Practice Areas

- Commercial and general corporate
- Financial services
- Transactions

### Admissions

- Japan: *gaikokuho jimusho bengoshi* (registered foreign lawyer), 2008-2011 and 2019-present
- California, USA
- Minnesota, USA

### Languages

- English

Paul's experience includes advising on

- M&A: numerous public and private companies in various industries in both within the US and in cross border M&A transactions
- Investment funds: sponsors and institutional investors in connection the formation, capitalization and restructuring of private investments funds, such as hedge funds, infrastructure funds and private equity funds, and represented fund sponsors and others in connection with a broad range of transactions and advised on various regulatory and compliance matters
- Securities: numerous companies in initial and secondary public offerings of equity and debt securities as well as private placement of equity and debt securities and represented venture capitalists and emerging growth companies in venture financings
- Derivatives: global financial institutions (as both external and internal legal counsel) with respect to various derivatives and structured finance transactions
- Financial regulations: global banks and investment managers on various regulatory and compliance issues, such Dodd-Frank, EMIR, MIFID 2, EU Bank Resolution and Recovery Directive, UK Stay, margin reform and trade reporting
- General corporate matters: clients on general corporate and securities matters and general business counseling



**Eri Maeda**

Associate Partner

### Background

Eri Maeda is primarily engaged in legal function consulting for EY Law. Eri began her career at a major Japanese law firm in 2007 and in 2011 she transitioned to become an in-house legal counsel for a major Japanese chemical manufacturer. She has also spent time as the Lead Legal Counsel of EY Strategy & Consulting Co., leveraging over 10 years of private company experience ranging across areas such as legal affairs and management planning, as well as experience working in the legal department of an acquired US company and serving as an officer of an Indian subsidiary.

### Main Practice Areas

- Legal function consulting (LFC) and legal managed services (LMS)
- Post Merger Integration (PMI) related legal services

### Admissions and Qualifications

- Japan (2007)
- New York, USA
- MBA, University of Wales, Trinity Saint David
- CFE (Certified Fraud Examiner)

### Languages

- Japanese
- English

### Main publications

- Eri has authored multiple articles/essays/papers on PMI, M&A due diligence, compliance, anti-bribery programs, group governance, and general legal affairs related topics in various publications including *Chuokezai* magazine's business legal affairs and international commercial legal affairs section.

Eri's experience includes advising on

- Implementation of various types of compliance programs, such as those relating to anti-bribery, personal information protection, internal reporting systems, and handling of economic sanctions at domestic and international group companies
- Post-merger integration issues on M&A transactions and providing PMI support by representing the acquired company on secondment
- Implementation of electronic signature systems and AI agreement review tools to support compliance with the Electronic Books Maintenance Act, and developing and launching various unique application systems concerning work processes
- A wide range of general corporate legal affairs (litigation, agreement negotiations, drafting contract templates, drafting internal rules and manuals, in-house legal education, assisting with general shareholders meetings, M&A and other restructuring transactions, compliance and governance design)
- Medium-term management planning which includes sharing and proliferating corporate group values as part of the PMI activities in North America, providing support for synergy promotion, business expansion, and the establishment of systems in India in her capacity as an officer of the primary Indian subsidiary. Also participated in activities such as budget planning and formulating monitoring systems for overseas subsidiaries

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## Team members - EY Law Japan

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**Masashi Shimada**

Senior Manager

### Background

Masashi Shimada began his career at a domestic law firm in 2010 and in 2013 he transitioned to become an in-house counsel for a major Japanese energy company. Masashi relocated to Australia in 2018 and has experiences working at leading Australian law firms. He has substantial experience advising clients on energy projects, M&A, joint ventures, and international transactions.

### Main Practice Areas

- Transactions
- Commercial and general corporate

### Admission and Qualifications

- Japan (2009)
- Juris Doctor, University of New South Wales (2020)

### Languages

- Japanese
- English

Masashi's experience includes advising on

- Overseas energy-related projects (LNG, coal, hydrogen, renewable energy, etc.)
- M&A transactions between Japanese companies and overseas companies/businesses (outbound deals)
- Joint ventures and other business alliances between Japanese and overseas companies
- English-language contracts, including international sales and commercial agreements
- General corporate and commercial matters, including drafting and review of various contracts
- Commercial and labor related litigation, representing domestic and international companies



**Megumi Kawatani**

Senior Manager

### Background

Megumi Kawatani has been advising many Japanese and foreign companies on domestic and cross-border M&A deals and commercial and general corporate matters. Prior to joining EY Law in 2024, Megumi worked for a major Japanese law firm, then for an international law firm and has secondment experience to a governmental organization and a private company in the energy sector. She earned a MSc in Sustainability, Enterprise and the Environment and has deep knowledge in ESG and sustainability sector.

### Main Practice Areas

- Transactions
- Commercial and general corporate
- ESG and sustainability

### Admission

- Japan (2012)
- New York law qualified (2020)
- England and Wales qualified (2022)

### Languages

- Japanese
- English

Megumi's experience includes advising on

- Domestic, inbound, and outbound M&A deals (conducting legal due diligence, providing legal advice on structuring, drafting and reviewing share purchase agreements, tender offer statements, and other relevant transactional agreements and documents)
- Domestic and foreign companies on corporate reorganizations
- Domestic and foreign companies (natural resources and energy, bio-venture, IT, media, real estate, financial institution, etc.) on general corporate matters and commercial agreements in relation to their day-to-day business operations
- Support for domestic companies in expanding their business overseas
- Publication and lectures on ESG and sustainability related matters

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**Jun Ogi**

Senior Manager

### Background

Jun Ogi has 10 years of experience as a bengoshi (Japanese-qualified attorney). His practice mainly focuses on M&A, general corporate, financial regulations and data privacy/cybersecurity. In 2023, Jun was seconded to the EY London office to join the UK corporate legal team, where he worked on global group restructuring and global corporate governance.

### Main Practice Areas

- Transaction
- Commercial and general corporate
- Risk Management
- Financial regulations
- Data Privacy / Cybersecurity

### Admission

- Japan (2013)

### Languages

- Japanese
- English

### Jun's experience includes advising on

- Japanese domestic and/or cross-border M&A and joint venture transactions (e.g., conducting legal due diligence, drafting of share transfer agreements and other related agreements, and closing support for obtaining permits and licenses)
- Structuring and implementing international group restructuring by mainly Japanese companies, and providing legal advice on post-restructuring group governance
- Foreign companies' (financial services, energy, etc.) expansion into the Japanese market, support for obtaining licenses, advice on legal compliance in daily operations and corporate secretarial services
- Implementation support for listed companies in connection with organizational changes, such as changes in governance structure or delisting
- Banks, insurance companies, and government-affiliated financial institutions' M&A, establishment of subsidiaries and joint ventures, and formation of funds
- Cross-border intra-group financing, including advising on structuring and preparation of related contracts
- Data protection and cybersecurity issues including the research on overseas data protection legislation, as well as legal support for security incidents
- Labor disputes and support for negotiations with labor unions



**Saori Noda**

Manager

### Background

Saori Noda is focused on legal function consulting at EY Law. She has over 10 years of legal experience including serving as in-house counsel at a publicly listed, leading Japanese medical technology company where she handled contract negotiations, M&A, litigations, reorganizations, global compliance and overall management of the legal group across multiple jurisdictions globally. She also spent time in-house at a leading Japanese network and systems integration company where she handled legal and compliance matters in relation to proprietary technology as well as on several group reorganization projects (including related post-merger integration aspects and operational efficiency and governance). Upon graduating from law school, Saori began her career in private practice with a mid-sized law firm in Japan.

### Main Practice Areas

- Legal function consulting (LFC)
- Legal managed services (LMS)

### Admission

- Japan (2009)

### Languages

- Japanese
- English

### Saori's experience includes advising on

- Domestic and overseas M&A deals and the management of affiliated companies post acquisition
- Corporate legal affairs, including the annual general meetings, the board of directors, and support for the operation of the in-house decision-making system
- Disputes, including domestic and overseas lawsuits, mediation, and settlement negotiations, and establishment of investigation committees in the event of incidents
- Management and operational support of organization restructurings, the Articles of Incorporation, and other matters for group companies
- Strengthening and globalizing legal functions

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Masatoshi Takehara

Manager

### Background

Masatoshi Takehara has over 10 years of experience as an auditor and as a lawyer in Japan. He advises across a wide range of subjects including tax, transaction law and general corporate. Before joining EY Law in 2019, he served as Review Officer (International Examination) in the Review Division, First Large Enterprise Department of the Tokyo Regional Taxation Bureau. Masatoshi is also a Japanese Certified Public Accountant.

### Main Practice Areas

- Commercial and general corporate
- Transactions
- Dispute Resolution
- Support for tax audits

### Admission

- Japan (2013)

### Other Credentials

- Japan: *konin kaikeishi* (certified public accountant)

### Languages

- Japanese
- English

Masatoshi's experience includes advising on

- General corporate matters and drafting and review of various commercial agreements
- Compliance matters, including in relation to internal fraud investigations and risk management
- Planning and structuring of domestic and multinational reorganizations (legal and tax aspects)
- Expanding businesses into Japan for foreign clients
- Legal and tax support related issues for Japanese clients in expanding their businesses overseas
- Tax matters for foreign clients
- Investigations conducted by Japanese and foreign judicial authorities
- Tax disputes
- Tax planning



Mariko Shibata

Manager

### Background

Mariko Shibata has 8 years of experience as a *bengoshi* (Japanese-qualified attorney). She focuses on corporate and commercial matters. Prior to joining EY Law, she worked at a local law firm in Tokyo.

### Main Practice Areas

- Commercial and general corporate
- Transactions
- Regulatory and compliance
- Labor and employment

### Admission

- Japan (2014)

### Languages

- Japanese
- English

Mariko's experience includes advising on

- General corporate matters and drafting and review of various commercial agreements
- Expanding businesses overseas for domestic clients
- Expanding businesses into Japan for foreign clients
- Reorganization of overseas subsidiaries for Japanese clients
- M&A, JVs, IPOs (legal due diligence, legal advice on structuring, drafting and reviewing share purchase agreements and other transactional agreements, legal support on closing)
- Compliance matters, including in relation to internal fraud investigations and risk management
- Applications for registering trademarks and design rights in Japan and overseas, and infringements of intellectual property rights
- Labor/employment matters in corporate reorganizations
- Disputes related to dismissal and disciplinary matters



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Natsuki Yamatake

Manager

### Background

Natsuki Yamatake is focused on legal function consulting. Prior to joining EY Law, he worked at a Japanese consulting firm as a consultant and in-house counsel, and at a Japanese start-up as in-house counsel. In addition to his extensive experience as a consultant, he is able to leverage his experience acting as in-house counsel in various legal fields.

### Main Practice Areas

- Legal function consulting (LFC)
- Legal managed services (LMS)

### Admission

- Japan (2016)

### Languages

- Japanese
- English

Natsuki's experience includes advising on

- Financial matters for business successions
- Legal matters involving start-ups which companies have invested into
- Overseas expansion of major domestic companies
- M&A deals involving major domestic companies
- Capital investment projects into start-ups
- General legal matters such reviewing and drafting agreements, providing legal consultation services, establishing internal regulations, conducting legal due diligence for fundraising, etc.
- ISMS certification acquisition and maintenance, overseeing the establishment of internal information management systems in order to meet certification requirements



Koji Ukai

Manager

### Background

Koji Ukai is a *bengoshi* (Japanese-qualified attorney) focusing on corporate, financial, regulatory and commercial matters. Prior to joining EY Law, he worked at a major Japanese financial institution for 7 years as in-house counsel where he handled many consulting projects in connection to stock compensation plans for executives and employees of publicly listed companies.

### Main Practice Areas

- Commercial and general corporate
- Regulatory & Compliance

### Admission

- Japan (2017)

### Languages

- Japanese
- English

Koji's experience includes advising on

- Stock compensation plans for executives and employees of publicly listed companies, along with assisting in drafting the necessary documentation for implementation (including various contracts, proposal for the general meeting of shareholders, internal regulations, disclosures, securities registration statements, etc.), handling organizational restructuring following the implementation of the system, and providing other legal advice as needed
- The integration of the stock compensation plan into the product development process, including conducting legal and tax research and verifications, coordinating with internal and external stakeholders for regulatory inquiries, building administrative structures for regulatory compliance, and ensuring alignment with tax regulations.

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Yuuki Ochi

Manager

### Background

Yuuki Ochi has substantial experience in advising and supporting many leading international and Japanese clients mainly on corporate, cross-border M&As, cross-border trade and labor/employment matters. Prior to joining EY Law, Yuuki was a member of a local law firm in Tokyo.

### Main Practice Areas

- M&A, Joint ventures and other transactions
- Commercial and general corporate
- Transactions
- Labor and employment

### Admission

- Japan (2017)

### Languages

- Japanese
- English

### Yuuki's experience includes advising on

- Commercial agreements (commercial transactions, licenses, employment, etc.) and legal advice on general corporate matters
- Japan/overseas business expansion
- Structuring corporate reorganizations
- Cross-border M&A and commercial transactions
- Transactional disputes between Japan and China
- Enforcement of Chinese arbitration awards in Japan
- Dismissals, claims for overtime payment, harassment at the workplace, sexual harassment



Minae Ikari

Assistant Manager

### Background

Minae Ikari is a *bengoshi* (Japanese-qualified attorney) focusing on corporate, financial, regulatory and commercial matters. While in university she focused on administrative environmental law as well as on regulations in the nuclear energy technology space.

### Main Practice Areas

- Transactions
- Commercial and general corporate
- Regulatory and compliance

### Admission

- Japan (2020)

### Languages

- Japanese
- English
- French

### Publications

- "Detailed Checklist of IPO Practices", (Chuokezai-sha, Ernst & Young ShinNihon LLC, 2022), Writing Assistant
- "Environmental Litigation Law [2nd Edition]", Nippon-Hyoron-sha (Toshihiro Ochi, 2020), Writing Assistant
- "Essential Legal Advice Handbook for Practitioners" (Corporate Edition for Clients and Companies)" co-authored by Shin Nihon Hoki Shuppan Co., Ltd. (2023)

### Minae's experience includes advising on

- Cross-border and domestic M&A:
  - Acquisition of a French machinery manufacturer by a public Japanese machinery manufacturer
  - Acquisition of a Greek company by a public Japanese electronics manufacturer
- Cross-border investments:
  - Investment by a public U.S. semiconductor manufacturer in a Japanese IT company
  - Investment by a financial institution (Japanese and Korean) in a Japanese life science startup
  - Japanese audio equipment manufacturer on a CVC deal
- Cross-border and domestic corporate restructuring:
  - Restructuring in Singapore, Indonesia, and Malaysia by a public Japanese machinery manufacturer
  - Restructuring of a Japanese trading company
  - Restructuring of a Japanese logistics company
  - Restructuring of a Japanese expressway engineering company
- Capitalization strategies and fundraising for start-ups, drafting important agreements, and regulatory issues, including matters with cross-boarder aspects
- Compliance matters for foreign companies:
  - ESG compliance assessment for a U.S. financial institution
  - Environmental and other regulatory compliance assessment for a U.S. semiconductor manufacturer

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**Natsumi Murakami**

Associate

### Background

Natsumi Murakami is focused on legal function consulting. Prior to joining EY Law, she was involved in various legal tasks such as reviewing contracts and advising on labor-management relations at a law firm. Following that, she worked in sales at a foreign-owned life insurance company, where she was responsible for planning various events to attract customers. In addition to this, she gave a lecture on the theme of "Lawyers and Sales" at a bar association and delivered a lecture on "The Science of Sales" at Nagoya University, engaging in a wide range of activities.

### Main Practice Areas

- Legal function consulting (LFC)
- Legal managed services (LMS)

### Admission

- Japan (2016)

### Languages

- Japanese
- English

Natsumi's experience includes advising on

- Legal advice on general corporate matters and review of various commercial agreements
- Disputes related to dismissal and disciplinary matters
- As a visiting lecturer at the Nagoya University School of Economics, delivered the course "Sales Studies."



**Anna Kurata**

Associate

### Background

Anna Kurata is a *bengoshi* (Japanese-qualified attorney) focusing on corporate, financial, regulatory and commercial matters. Before joining EY Law, Anna was a member of local law firm in Tokyo.

### Main Practice Areas

- Commercial and general corporate
- Financial services
- Transactions
- Regulatory & Compliance

### Admission

- Japan (2022)

### Languages

- Japanese
- English

Anna's experience includes advising on

- Preparation and review of a variety of legal contracts
- Advising on general corporate matters and compliance frameworks
- Advising on compliance with the Financial Instruments and Exchange Act, the Banking Act, and other financial regulations

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### Kohei Rikiishi

Associate

#### Background

Before joining EY Law, Kohei Rikiishi worked in the planning department of a public institution and worked on accounting audits at EY ShinNihon (EY Japan's assurance service company). He is a Japanese law qualified lawyer and Japanese CPA.

#### Main Practice Areas

- Commercial and general corporate
- Transactions
- Regulatory & Compliance
- Tax dispute support
- Financial services

#### Admission

- Japan (2022)

#### Languages

- Japanese
- English

#### Other Credentials

- Japan : *konin kaikeishi* (certified public accountant)

Kohei's experience includes advising on

- Expanding businesses overseas for domestic clients
- Domestic M&A deals
- Annual compliance matters for Japanese group affiliates of foreign clients
- Implementation of ESPP (Employee Stock Purchase Plan) by a multinational overseas client
- Implementation of cash-pooling by a multinational client
- Statutory audits of listed companies, educational corporations, local independent administrative agencies, social welfare corporations, and other voluntary audits
- Audit of local governments
- Implementation and support of financial simulations for public enterprises



### Ryotaro Kasuya

Associate

#### Background

Ryotaro Kasuya is a *bengoshi* (Japanese-qualified attorney) focusing on corporate and commercial matters.

#### Main Practice Areas

- Commercial and general corporate
- Transactions
- Regulatory and compliance

#### Admission

- Japan (2022)

#### Languages

- Japanese
- English

Ryotaro's experience includes advising on

- Preparation and review of a variety of legal contracts
- Advising on general corporate matters and compliance frameworks
- Drafting and review of internal corporate rules and policies

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Jun Kato

Associate

### Background

Jun Kato is focused on legal function consulting and legal managed services. Before joining EY Law, he worked as a member of the legal department at a Japanese chemical manufacturer.

### Main Practice Areas

- Legal function consulting (LFC)
- Legal managed services (LMS)

### Admission

- Japan (2023)

### Languages

- Japanese
- English

Jun's experience includes advising on

- Reviewing, drafting and negotiating contracts, drafting internal manuals of corporate policies and implementing internal legal and compliance training
- Advising on improvements to strengthen and optimize the function of legal departments through modification of work processes and the implementation of legal tech
- Drafting documents for executive meetings, supporting the execution of agreements and knowledge management
- Provision of contract lifecycle management services



Sakurako Mizumoto

Associate

### Background

Sakurako Mizumoto is a *bengoshi* (Japanese-qualified attorney) focusing on corporate and commercial matters.

### Main Practice Areas

- Commercial and general corporate
- Transactions
- Regulatory and compliance
- Financial Services

### Admission

- Japan (2023)

### Languages

- Japanese
- English

Sakurako's experience includes advising on

- Preparation and review of a variety of legal contracts
- Advising on general corporate matters and compliance frameworks

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Haruka Sekiguchi

Associate

### Background

Haruka Sekiguchi is a *bengoshi* (Japanese-qualified attorney), focusing on corporate and commercial matters.

### Main Practice Areas

- Commercial and general corporate
- Transactions
- Regulatory & Compliance

### Admission

- Japan (2023)

### Languages

- Japanese
- English

Haruka's experience includes advising on

- Preparation and review of a variety of legal contracts
- Advising on general corporate matters and compliance frameworks
- Drafting and review of internal corporate rules and policies



Haruo Hirano

Senior Advisor

### Background

Haruo Hirano is primarily focused on legal consulting. Prior to joining EY Law, Haruo worked in the legal department of a major general trading company for 31 years. Simultaneously, Haruo completed the Diploma in Legal Studies at the University of Hong Kong in 2002. He then served as a professor at the Graduate Schools for Law and Politics at the University of Tokyo from 2013 until March 2024 (currently as a Professor Emeritus), and as a visiting professor at Columbia University Law School in the United States (2023).

Haruo has also been involved in activities as a member (currently as an observer) of the Ministry of Justice's "Council for Promoting Translation of Japanese Laws and Regulations into Foreign Languages". Additionally, Haruo has participated as a member of the "Study Group on the Legal Functions of Japanese Companies towards Strengthening International Competitiveness" under the Ministry of Economy, Trade and Industry.

### Main Practice Areas

- Legal function consulting (LFC)
- Legal managed services (LMS)

### Languages

- Japanese
- English
- Chinese

Haruo's experience includes advising on

- Handling general corporate legal affairs (domestic legal affairs, overseas legal affairs, in-house legal training), human resource development and management, and compliance matters in the legal department of a major general trading company.
- Serving as the Head of the Legal Department in the regional headquarters overseeing China, Hong Kong, and the United States. He also established the local legal department in China.
- Engaging in education and research primarily focused on international trade law, international corporate legal practice, international contract negotiations, and Asian business law.
- Participating in academic activities as the Chairman of the Japanese Council on International Transactions as well as a board member of the Japanese Association of International Business Law and the Academy for International Business Transactions.

### Main publications and Lectures

- "The Essence of International Corporate Legal Affairs Learned by Cases," (Co-author) (Yuhikaku, 2017)
- "The Legal World and the World of Law, Professional Skills Edition," Law Review No. 445, 446, 447, 448, 449 (October 2017 - February 2018)
- "Legal Service Initiatives of Japanese Companies Toward Enhancing International Competitiveness," 2021 Financial and Economic Practice Workshop hosted by the Legal Training and Research Institute (4 October 2021)
- "The Essence of Singapore Business Law," (Editor-in-Chief) (2022, Chuokeizai-sha)
- "The Transition of Chinese Lawyers - Looking Back on the Legal Experience of Chinese Companies," Kokusai Shoji Homu Vol. 50, No. 4 (April 2022)
- "Chief Legal Officer as an Institutional Role or Entity," Law Review, The University of Tokyo Law School Vol. 17 (December 2022)
- "Positioning the Compliance Department in a New Era," Kokusai Shoji Homu Vol. 51, No. 11 (November 2023) (Co-authored by Eri Maeda)
- "Enhancing Corporate Value through Corporate Legal Functions and Legal Management Personnel as Human Capital," 67th Comparative Law and Politics Symposium, the University of Tokyo (7 November 2023)
- "Developing Professionals - Towards Practical Training in Strategy and Management of Legal Talent," Strategic Legal and Governance Study Group (15 November 2023)

# Legal

## Team members - EY Law Japan

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Junko Okawa

Senior Advisor

### Background

Junko Okawa has more than 20 years of experience as a *bengoshi* (Japanese-qualified attorney). She has substantial experience in advising and supporting many leading international and Japanese clients mainly on cross-border M&A, joint ventures and general corporate matters.

### Main Practice Areas

- Legal function consulting (LFC)
- Legal managed services (LMS)

### Admissions

- Japan (2000)
- New York, USA

### Languages

- Japanese
- English

Junko's experience includes advising on

- Commercial agreements (commercial transactions, license, employment, etc.) and legal advice on general corporate matters
- Support for foreign clients in expanding their business in Japan
- Multinational reorganization
- Cross-border M&A (legal due diligence, legal advice on structure, drafting and reviewing share purchase agreements and other transactional agreements, legal support on closing)
- Joint ventures (legal due diligence, legal advice on structure, drafting and reviewing shareholders' agreements and other transactional agreements, legal support on closing)
- Competition law related matters
- Investigations by the competition authorities

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