

Banking and Finance Practice

Banking and Finance Practice

Mori Hamada & Matsumoto provides legal services for a broad range of finance transactions, from conventional banking matters to cutting-edge work involving sophisticated deal structuring. Our firm provides our clients with robust support in associated fields, advising on regulatory matters and possessing an outstanding track record in handling finance-related dispute resolution.

MORI HAMADA & MATSUMOTO



Advice on Banking and Finance Transactions

Our attorneys have extensive expertise in the field of finance transactions and provide a broad range of legal support, from building finance transaction structures to crafting legal documentation.

Our services

Presented below are just some of the services we offer in the fields of Banking and Finance.

- [Corporate loans](#)

We offer support for a broad range of corporate financing transactions, including conventional bilateral financing and syndicated loans.

- [Real estate financing](#)

Drawing on our extensive experience dealing with real estate regulations, we offer practical advice on financing matters involving the use of real estate or real estate trust beneficial interests as security, including conventional real estate collateral loans, real estate non-recourse loans, and loans for REITs.

- [Acquisition financing](#)

Our well-established M&A practice enables us to provide outstanding legal services in acquisition financing, which is a multi-faceted field that requires consideration of various factors, such as the nature of the company targeted for acquisition (domestic or overseas, listed or unlisted, etc.), features of the acquirer (buyout fund, operating company, etc.), and the financing method (senior, mezzanine, etc.).

Banking and Finance
Practice

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- **Project finance**

We offer comprehensive legal services enabling our clients to arrange optimal financing terms while mitigating risk, based on up-to-date and wide-ranging knowledge of relevant legal systems and industry data, as well as strong insights backed by extensive transactional experience.

- **Derivatives transactions**

We are well-versed in handling documentation, regulatory compliance, and dispute resolution for derivatives transactions.

Tackling new financing structures

Finance transactions employing sophisticated structures involving SPCs, trusts, and similar entities have become fixtures in the industry. These transactions demand elaborate structure formulation, analysis, and meticulous documentation, to secure the rights of the parties and comply with financial regulations.

Our firm is a leader in introducing new types of finance transactions in Japan. Our extensive experience-based knowledge enables us to provide practical advice, tailored to the needs of our clients, to guide them through difficult transactions.

Participation in committees and forums

As a leader in transactional practice across a wide range of fields, we are active in the establishment of appropriate market practices and development of documentation, through participation in various committees, councils, fora, and societies, and the publication of books and articles. As an example, we have contributed to the establishment of practices for syndicated loans through our involvement in the standard agreement drafting project of the Japan Syndication and Loan-trading Association (JSLA). We are also playing a leading role in Japanese financial markets through our advice to JSLA and the Japanese Bankers Association (JBA) with respect to legal measures to be taken in preparation for the permanent discontinuation of LIBOR.

Advice on Financial Regulations

The roles of financial institutions with respect to financial regulation and business activity in Japan change with the times, in line with international financial regulatory trends, the move toward FinTech and internationalization, and the social and economic climate worldwide. Financial institutions and financial institution groups are expected to adapt their governance and the scope and nature of their services to respond to these changes. Many different types of entities may be referred to as a "financial institution"—including, for example, major banks, trust banks, overseas banks, online banks, small- and medium-sized and regional financial institutions, and government-managed financial institutions—but each type has its own unique challenges.

In providing financial institutions with legal services, we ascertain the nature of each institution's financial business, based on the environment in which it conducts its operations, and the category of its business, to advise on the issues facing that institution.

Many of our attorneys who are engaged in these matters have been seconded to the Financial Services Agency or other regulatory agencies in the past, and are intimately familiar with the current approaches of those regulatory agencies.

Banking and Finance Practice

Our services

- **Licensing and incorporation**

We advise on and act as a representative in incorporation procedures; obtaining approvals, authorizations and licenses; and handling registration procedures for key players in finance transactions, including banks, securities companies, financial instruments business operators, and settler companies for investment trusts. In addition, we also advise and act as a representative for foreign banks and foreign securities service providers with regard to setting up their Japanese branches and obtaining licenses.

Banking and Finance Practice

- Compliance with restrictions on activities, establishment of internal control systems, and response to supervision and inspection

We provide advice concerning general restrictions on activities that apply to financial institutions. In addition to compliance at financial institutions, we also provide advice on establishing internal control systems and responding to supervision and inspection by regulatory authorities.

Advice on Finance-Related Disputes

Our firm has a proven track record in litigation related to finance transactions and financial instruments that involve many types of parties, such as banks, trust banks, financial instruments business operators, such as securities companies, investment management business operators, investment advisory business operators, insurance companies, and other service providers.

In finance-related litigation, the more sophisticated the financial transaction or instrument, the more important it is to fully understand the features of the structure and marketing of the instrument involved. Drawing on our vast knowledge and experience from representing financial institutions in litigation, advising on compliance at financial institutions, and involvement in the structuring and documentation of financial instruments, we assemble teams tailored to each case and pursue legal action based on a thorough understanding of all aspects of the underlying financial instruments and transactions.

We also have a proven track record in the field of alternative dispute resolution (ADR), which has recently seen an overall increase in use, to resolve finance-related disputes.

One-Stop Law Firm

As a leading full-service law firm in Japan, our firm is prepared to meet all of the corporate legal needs of our clients. Banking and finance legal practice is often closely related to other practice areas in various settings, and we take pride in the ability of our Banking and Finance practice to collaborate with experts in other practice areas in delivering seamless services to our clients.

Corporate/M&A

In addition to engaging in numerous sophisticated and large-scale M&A transactions, our Corporate/M&A Practice Group is deeply involved in the legislative process for corporate takeover regulations and has accumulated innovative expertise.

For finance matters related to corporate transactions, such as LBO finance, we provide seamless legal services through collaboration between our Banking and Finance and Corporate/M&A Practice Groups.

Real Estate

We support domestic and overseas corporations in every aspect of real estate business, from typical requests involving real estate purchase and lease transactions, development projects, and dispute resolution, to overseas real estate acquisitions and development.

We draw from the abundance of our real estate experience to enhance our overall Banking and Finance transactional practice.

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Infrastructure/Energy

Infrastructure and energy-related businesses have recently seen dramatic growth and change, and our firm has been at the forefront of legal practice in the formation of public-private partnerships (PPPs) and infrastructure funds, including those for the promotion of concessions for airports, roads, and water and sewage systems; transactions in the electric power and gas industries, which are currently the subject of system-based reforms; and transactions involving oil, coal, iron ore, and other natural resources in general. Not only are we well-versed in the latest transactional practices for these types of transactions, but we are also involved in the development of new organizational systems for those transactions from multiple perspectives.

Our attorneys provide sophisticated legal services by combining their knowledge in infrastructure- and energy-related project finance and their knowledge in general Banking and Finance transactions.

Litigation/Turnaround & Restructuring

We are proud of the extensive experience and outstanding record of our Litigation Practice Group and Turnaround & Restructuring Practice Group. These practice groups work closely together and provide clients with support in examining measures for preventing disputes during the initial structuring of transactions, and handling dispute resolution or restructuring when necessary.

Taxation

Our Tax Practice Group is composed of experienced attorneys, including individuals who have held important posts or were seconded to tax authorities, as well as licensed tax accountants.

We support our clients by forming strong teams that focus on tax planning for finance transactions, advance consultations with tax authorities, and measures taken in anticipation of tax inspections and disputes.



Banking and Finance Practice

Strong Overseas Network

Finance transactions are globalizing rapidly, so we have received an increasing number of mandates from clients for cross-border financing transactions, both outbound and inbound.

To support the cross-border activities of our clients, we team up with our offices in Asia and other law firms overseas to offer the broad variety of legal services required by our clients.

Our Asia Practice

We have a strong presence in Asia with offices in Beijing, Shanghai, Singapore, Yangon, Bangkok and Ho Chi Minh City. Through our presence in Southeast Asia, we provide comprehensive legal support to our clients. We practice Myanmar and Thai law in addition to Japanese law. Our ASEAN offices have experience in a broad range of finance work including syndicated loans, project finance, aircraft finance and energy and infrastructure projects.

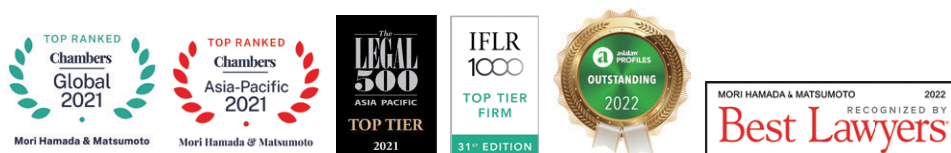
Strong network with overseas law firms

We have long-established relationships with a number of leading international and domestic law firms in many jurisdictions. We further enhance these ties through secondments to and from these firms in our internship programs. Given our solid professional network, we fill the need for international legal services by bringing in some of the world's best practitioners, and collectively support our clients in getting the deal through.

Our network extends to Europe, Asia, the Americas, and every region of the world.

Awards and Rankings

Featured below are just some of the many awards and industry-related rankings received by this practice group and its lawyers.



Chambers Global 2021

Mori Hamada & Matsumoto was ranked in Band 1 in the Banking & Finance area, and our lawyers named below were evaluated highly by Chambers Global 2021.

Banking & Finance
Leading Individuals

Masanori Sato
Takahiro Kobayashi
Hiroki Aoyama



Chambers Asia Pacific 2021

Mori Hamada & Matsumoto was ranked in Band 1 in the Banking & Finance area, and our lawyers named below were evaluated highly by Chambers Asia Pacific 2021.

Banking & Finance
Leading Individuals

Masanori Sato
Takahiro Kobayashi
Hiroki Aoyama

"Chambers" is a ranking survey by Chambers & Partners that evaluates law firms and lawyers across the globe based on interviews with clients and details of legal matters. Of more than 20,000 in-house corporate legal experts surveyed by International In-house Counsel Journal, 51% answered that Chambers & Partners was the resource they used most often when researching law firms and lawyers.

The Legal 500 Asia Pacific 2021

Mori Hamada & Matsumoto was ranked in the top tier of recommended law firms in Japan in the area of Banking and finance, and our lawyers named below were selected as Leading individuals, Next Generation Partners and Rising Stars in that area.

Banking and Finance

Leading Individuals

Masanori Sato, Takahiro Kobayashi, Hiroki Aoyama

Next Generation Partners

Yusuke Suehiro

Rising Stars

Kei Shirakawa

IFLR1000's 31st edition

Mori Hamada & Matsumoto was ranked in the top tier of recommended law firms in Japan in the area of Banking, and our lawyers named below were selected as "Market Leaders," "Highly Regarded" and "Notable Practitioners."

Banking

Market Leaders

Masanori Sato

Highly Regarded

Noboru Suwa, Eriko Ozawa, Takahiro Kobayashi,
Takeshi Mukawa, Hiroki Aoyama, Toshimitsu Nemoto

Notable Practitioners

Yasuzo Takeno, Akira Marumo, Toshifumi Ueda

asialaw Profiles and asialaw Leading Lawyers 2022

Mori Hamada & Matsumoto was featured among "Outstanding" firms and was evaluated very highly in thirteen practice areas and eight industry sectors, including the area of Banking & Finance. And the lawyers named below were recommended.

Elite Practitioners

Masanori Sato

Distinguished Practitioners

Naoki Ishikawa, Hiroki Aoyama

Notable Practitioners

Shigeki Okatani, Yusuke Suehiro

The 12th Edition of The Best Lawyers in Japan™

Our lawyers named below were selected among the "Best Lawyers in Japan"
in the area of Banking and Finance Law.

Masanori Sato, Hideki Matsui, Akira Marumo,
Eriko Ozawa, Takahiro Kobayashi, Akiko Sueoka,
Hiroki Aoyama, Akira Ehira, Yusuke Suehiro

Our lawyers named below were selected among the "Best Lawyers in Japan"
in the area of Financial Institution Regulatory Law.

Hideki Matsui, Daisuke Oda, Akira Ehira,
Takane Hori, Takanori Ishikawa

Banking and Finance Practice

Members of the Banking and Finance Practice Group

Through regular exchanges of opinions, and sharing of the latest information on legal and regulatory developments and recent trends in legal practice, the members of our Banking and Finance Practice Group build synergy and strength from the diverse expertise accumulated by our lawyers.



Masanori Sato

Partner

Admitted in Japan, 1990
Daini Tokyo Bar Association
Admitted in New York, 1994

Masanori Sato handles syndicated loans, structured finance, project finance and other types of finance transactions in Japan and overseas. He has been involved in a number of pioneering transactions and has contributed to the expansion of the banking markets in Japan. He has also served as a member on various project teams organized by Japanese Bankers Association and Japan Syndication and Loan-trading Association (JSLA). Chambers, IFLR1000, Legal 500, and other overseas media sources have frequently ranked him as a top-tier lawyer. His written works include "Transition from LIBOR – Commentary on Sample Fallback Clauses for Bilateral Loans Issued by the Japanese Bankers Association" (Kinyu Homu Jijo No.2139, 2020, co-author), "Negative Interest Rates and Financial Legal Practice" (Kinyu Homu Jijo No.2048, 2016), and "Syndicated Loans: The Law and Legal Practice (1st ed.)" (KINZAI Institute for Financial Affairs, Inc., 2015, editorial supervisor).

Masanori Sato / Partner

Background

- The University of Tokyo (LL.B., 1988)
- University of Chicago Law School (LL.M., 1993)
- with Cleary, Gottlieb, Steen & Hamilton LLP, New York (1993-1994)
- with Linklaters, London (1994-1995)
- Member of Financial Law Board (1998-)
- Member of Global Industrial Finance Study Group, Ministry of Economy, Trade and Industry (2007)
- Member of Committee for Listed Infrastructure Fund Markets (organized by Tokyo Stock Exchange) (2012-2013)
- Board Member of Japan Association of the Law of Finance (2015-)
- Member of the Japan Branch Council of the International Project Finance Association (2017-)
- Professor at The University of Tokyo, Graduate School of Law and Politics (2019-)

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Hideki Matsui

Partner

Admitted in Japan, 1990
Tokyo Bar Association

Hideki Matsui specializes in corporate legal matters and finance, especially matters involving the Companies Act of Japan (shareholders meetings, M&A and organizational restructuring, and corporate governance) and bank-related legal matters. In the field of finance, he advises regional financial institutions on day-to-day issues and their organizational restructuring, and often deals with internal wrongdoing cases and litigations relating to financial instruments offered by banks.

He has written numerous books and articles, including "Legal Practice for Handling Corporate Crises and Wrongdoing Cases [2nd ed.]" (Shojihomu, 2018, editor and co-author), "Changes in Shareholders Meetings" (Nikkei Publishing Inc., 2018), and "Practical Issues Related to the Companies Act New Series 7: How to Draft Company Minutes of Shareholders' Meetings, Board Meetings and Auditors' Meetings (2nd ed.)" (Chuokezai-sha, Inc., 2016).

Hideki Matsui / Partner

Background

- The University of Tokyo (LL.B., 1988)
- Visiting Associate Professor at The University of Tokyo Law School (2004-2007)
- Financial ADR Mediator and Arbitrator for Tokyo Bar Association (2010-)
- Outside Director of Japan Radioisotope Association (2012-)
- Corporate Auditor of Japan Human Resources Co., Ltd. (2015-2020)
- Outside Director of Japan Platform of Industrial Transformation, Inc. (2020-)

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Noboru Suwa
Partner

Admitted in Japan, 1992
Daini Tokyo Bar Association
Admitted in New York, 1997
Registered as Healthcare
Management Consultant, 2018
Japan Association of Healthcare
Management Consultants

Noboru Suwa / Partner

Noboru Suwa has been involved in a wide range of structured finance transactions since 1998. He covers the transactions of real properties directly or through TBIs, and debt financing for a listed J-REIT and other prominent clients, including the securitization and exit strategies of hospitals and other assets. He has also been doing legal work for government - sponsored financial institutions in mezzanine financing schemes and credit risk reduction methods. He also practices in other areas of finance, advising on such matters as factoring transactions (including those by use of electrically-recorded monetary claims after their appearance) continuously acting as legal counsel for a Japanese major bank for more than twenty years. He has received numerous awards as a leading lawyer including from Best Lawyers (in each year from 2013 to 2021) and IFLR1000 (in each year from 2015 to 2021) in the areas of banking & structured finance, and Who's Who Legal (in 2016, and each year from 2018 to 2021) in the areas of construction & real estate.

Background

- The University of Tokyo (LL.B., 1990)
- New York University School of Law (LL.M., 1996)
- with Jenner and Block LLP, Chicago (1996-1997)

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Akira Marumo
Partner

Admitted in Japan, 1993
Tokyo Bar Association
Admitted in New York, 1998

Akira Marumo / Partner

Akira Marumo mainly handles M&A, acquisition and other types of financing, and regulations on telecommunications and broadcasting, both in Japan and overseas.

He was recognized by Best Lawyers in the fields of Banking and Finance Law and Information Technology Law, by Asialaw Leading Lawyers in the field of IT, Media & Telecommunications, and by The World's Leading Lawyers in the field of Banking.

His writings include "Syndicated Loans: The Law and Legal Practice (1st ed.)" (KINZAI Institute for Financial Affairs, Inc., 2015, editorial supervisor), and "International Acquisition Finance: Law and Practice, 2nd Edition" (Oxford University Press, 2010, author of Japan chapter).

Background

- The University of Tokyo (LL.B., 1991)
- Columbia University School of Law (LL.M., 1997)
- with Sullivan & Cromwell LLP, New York (1997-1998)
- Lecturer at Tohoku University Law School (2010-)

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Toshifumi Ueda
Partner

Admitted in Japan, 1996
Daiichi Tokyo Bar Association
Admitted in New York, 2003

Toshifumi Ueda / Partner

Toshifumi Ueda's principal practice areas are structured finance, including securitization of receivables and real estate, as well as banking, including derivatives, M&A finance, and project finance, and financing through the issuance of hybrid securities. He has also been engaged as a representative in disputes related to derivative transactions. His books and articles include "A Review of Covered Bonds in Japan Arguing for New Legislation" (SFJ Journal, December 2012), "Revision of the Asset Securitization Act and its Effect on Securitization Practices" (The Turnaround & Credit Management No.136, 2012), "Regulations for Securitization Under the Financial Instruments and Exchange Act" (Lexis Nexis "Business Issues" (contained in Lexis AS ONE, published in November 2011)), and "Doing Business in Japan" (LexisNexis, 2011, co-author).

Background

- The University of Tokyo (LL.B., 1994)
- Cornell Law School (LL.M., 2002)
- with Linklaters LLP, London (2002-2003)
- Lecturer at Chuo Law School (2009-2017)

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Eriko Ozawa
Partner

Admitted in Japan, 1998
Daini Tokyo Bar Association
Admitted in New York, 2002

Eriko Ozawa / Partner

Eriko Ozawa's principal practice areas are banking and structured finance, with particular focus on real estate financing, funds and trusts. She advises on all types of domestic and cross-border transactions in the context of real estate or real estate financings. She has been recognized and awarded by various trade publications as a leading practitioner in real estate, banking and structured finance practices, and clients have spoken highly of her skills in complex deals and her hands-on approach to transactions. She is active in disseminating legal updates through the firm's newsletters or by publishing articles, including the recently published "Chambers Global Practice Guide Real Estate 2021 - Japan Chapter" (Chambers & Partners, 2021).

Background

- The University of Tokyo (LL.B., 1996)
- New York University School of Law (LL.M., 2001)
- with Orrick, Herrington & Sutcliffe LLP, New York (2001-2002)

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Takahiro Kobayashi
Partner

Admitted in Japan, 1998
Tokyo Bar Association
Admitted in New York, 2003

Takahiro Kobayashi / Partner

Takahiro Kobayashi has been involved in various sophisticated projects in project finance, business securitization, M&A finance, and other areas and specializes in handling financing projects that use future cash flow as security. He is a frequent recipient of awards from various publications and organizations, such as Chambers Global, Chambers Asia Pacific, IFLR1000, PLC Which lawyer?, Best Lawyers, and Asialaw Profiles. Recently, he has handled numerous projects in the area of electricity and other energy-related businesses on behalf of business operators, financial institutions and investors, EPC (engineering, procurement and construction) operators, and other parties. His writings in those fields include "Chambers Global Practice Guide for Alternative Energy & Power - Japan Trends and Developments" (Chambers & Partners, 2020-2021, co-author), and "Guide to Japanese Project Financing for Power Plants (First ed.)" (NBL Additional Volume, 2015, co-author).

Background

- The University of Tokyo (LL.B., 1995)
- New York University School of Law (LL.M., 2002)
- with Debevoise & Plimpton LLP, New York (2002-2003)

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Takeshi Mukawa

Co-representative of Singapore Office
Co-representative of Yangon Office

Admitted in Japan, 1998
Tokyo Bar Association
Admitted in California, 2006
Registered as a Foreign Lawyer
in Singapore, 2012

Takeshi Mukawa / Co-representative of Singapore Office / Co-representative of Yangon Office

Takeshi Mukawa is a partner in the firm and a co-representative partner in the firm's Singapore and Yangon offices. He has broad experience handling PPP projects, international infrastructure and energy projects. He has received numerous awards from various publications and organizations, including IFLR1000 Financial and Corporate 2017 (Banking), Energy and Infrastructure Guide 2016, and Legal 500. He has been engaged in a variety of projects that demonstrate a high degree of novelty, such as PFI projects for hospital businesses and prisons, PFI projects for the next-generation X-Band Satellite Communications Upgrade by the Ministry of Defense, and PPP projects for the reconstruction of foreign embassies. He has also been engaged in the development of gas fields in Mozambique, and the North Sea oil fields. He has also been involved in formulating policies for energy and global warming issues as an expert member of the Central Environment Council.

Background

- The University of Tokyo (B.Ag., 1996)
- Davis School of Law, University of California (LL.M., 2002)
- with Morgan Lewis & Bockius LLP, New York (2002-2003)
- Passed California bar examination (2003)
- seconded to Legal Department, Mitsui & Co., Ltd (2003-2004)
- Expert Member of Emissions Trading Subcommittee, Global Environment Committee of Central Environment Council, Japanese Government (2010-)
- Member of Working Group for Myanmar's Capital Market Development, Policy Research Institute, Japanese Ministry of Finance (2012-)
- Co-Representative of Mori Hamada & Matsumoto (Singapore) LLP (2012-)
- Representative of Mori Hamada & Matsumoto (Yangon) Limited (2014-)
- Member of Study Group on Credit Trading Based on JCM (Joint Crediting Mechanism), Ministry of Economy, Trade and Industry (2015)

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Naoki Ishikawa
Partner

Admitted in Japan, 2000
Tokyo Bar Association
Islamic Finance Qualification
(the Chartered Institute for Securities &
Investment, UK and Ecole Supérieure des
Affaires, Lebanon), 2011

Naoki Ishikawa focuses on inward foreign investment into Japan involving investors from the US, Europe and Asian jurisdictions. In particular, he specializes in financing real estate, energy and infrastructure projects in Japan. He also has extensive knowledge in the area of Islamic finance and advises on the development of new Islamic finance products for financial institutions and also on Islamic finance transactions, such as Sukuk issuance or commodity murabahah for Japanese clients. He was selected as a leading individual by Chambers Asia Pacific, and was recognized as one of "The highest rated lawyers to work with" in asialaw Client Service Excellence 2020 in the area of Banking and Finance. His recent publications include "Chambers Global Practice Guides Real Estate 2020 - Japan Chapter" (Chambers & Partners, 2020) and "Annual Review Energy & Utilities 2017" (Financier Worldwide, 2017).

Naoki Ishikawa / Partner

Background

- The University of Tokyo (LL.B., 1998)
- seconded to Project Finance Department, Development Bank of Japan Inc. (2004-2005)
- Member of The Japanese Council on International Transactions (2004-)
- The London School of Economics and Political Science (LL.M. (Distinction), 2006), receiving the awards "LSE Lawyers Prize for Best Dissertation (2006)" and "1 Essex Court Prize for Finance Law (2006)"
- with Clifford Chance LLP, London (2006-2007)
- Islamic Finance Qualification (by the Chartered Institute for Securities & Investment (UK), 2011)
- Adjunct Lecturer at the Graduate School of Business Sciences, University of Tsukuba (in charge of special lectures on modern corporate legislation) (2011-2012)

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Akiko Sueoka
Partner

Admitted in Japan, 2000
Tokyo Bar Association
Admitted in New York, 2004

Akiko Sueoka's primary areas of practice are banking projects, including LBO finance, and M&A, including corporate acquisitions and reorganizations, private equity, and venture capital. She was recommended as a "Leading Lawyer" in the area of Banking & Finance in "Asia Law & Practice" and has been recognized by Best Lawyers. Her recent books and articles include, "Getting the Deal Through - Healthcare M&A 2021 - Japan Chapter" (Law Business Research Ltd., 2021, co-author), "Q&A: Digital Health and Law" (Shojihomu, 2019, co-author), "Comprehensive Analysis of M&A Laws of Japan" (Yuhikaku Publishing Co., Ltd., 2015, co-author), "Law and Finance of Venture Companies in Japan" (Shojihomu, 2010, co-author), "The 2007 Guide to Mergers & Acquisitions: Japan" (International Financial Law Review, 2007), and "Position of Hostile Takeover Defenses in the EU Takeover Directive and the TOB Regulation" (Commercial Law Review No.1733, 2005).

Akiko Sueoka / Partner

Background

- Keio University (LL.B., 1994)
- The Ministry of Health and Welfare (1994-1998)
- The Institute of Fiscal and Monetary Policy, Ministry of Finance (1995)
- Harvard Law School (LL.M., 2003)
- with Simpson, Thacher & Bartlett LLP, New York (2003-2004)
- with Pavia e Ansaldo, Rome (2004-2005)
- seconded to Corporate System Division, Economic and Industrial Policy Bureau of Ministry of Economy, Trade and Industry (Associate Director) (2005-2006)
- Member of International Committee, Tokyo Bar Association (2009-)
- Member of the Investment Project Promotion Committee (2016-), and the Committee for the Promotion of Commercialization through Industry-University Joint Research (2017-), Tohoku University
- Outside Director of Hakudo Co., Ltd. (2019-)
- Outside Auditor of Japan Investment Corporation (2020-)
- Member of the Expert Committee for System Design under the Electricity and Gas Market Surveillance Commission, Ministry of Economy, Trade and Industry (2021-)

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Daisuke Oda
Partner

Admitted in Japan, 2000
Osaka Bar Association
Tokyo Bar Association, 2008

Daisuke Oda's primary areas of practice are finance-related regulations, compliance, crisis management, Anti-Money Laundering/Counter Financing of Terrorism, and dispute resolution. He offers advice and support related to compliance, development of internal control frameworks, and finance transactions to various financial institutions, and also works as an advisor and training lecturer for various industrial associations. He has been evaluated favorably not only in Japan but also overseas by various organizations, including "Best Lawyers". He has written numerous books and articles, including "Legal Practice for Handling Corporate Crises and Wrongdoing Cases [2nd ed.]" (Shojihomu, 2018, co-author), "The Rule Book of Financial Transactions for Compliance (17th ed.)" (Banking Education Co., Ltd., 2018, co-author), "Practical Advice: Banking Act" (Kinyu Homu Jijo No.1919, serialized since 2011, co-author).

Daisuke Oda / Partner

Background

- Kyoto University (LL.B., 1999)
- Irokawa Law Office (2000-2005, 2007-2008)
- Deputy Director of Supervisory Coordination Division, Supervisory Bureau of Financial Services Agency (2005-2007)
- Research Office for Compliance with Laws and Regulations, Supervisory Coordination Division, Supervisory Bureau of Financial Services Agency (concurrent office) (2006-2007)
- joined Mori Hamada & Matsumoto (2008)
- Member of the Examination Committee, Financial Official Approval Association (2010-)
- Member of Japan Association of the Law of Trust (2018-)

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Hiroki Aoyama
Partner

Admitted in Japan, 2002
Daini Tokyo Bar Association
Admitted in New York, 2008

Hiroki Aoyama has been engaged in a wide range of banking transactions and finance transactions on behalf of clients both in Japan and overseas, not only for traditional corporate loans but also transactions that require sophisticated structuring, such as syndicated loans, real estate finance, LBO finance, and project finance. His writings include "Key Practical Issues of Reforms to the Civil Code (Law of Obligations)" (Shojihomu, 2019, co-author), "Syndicated Loans: The Law And Legal Practice (First ed.)" (KINZAI, 2015, co-author), "Comprehensive Analysis of M&A Laws of Japan" (Yuhikaku Publishing, 2015, co-author).

Hiroki Aoyama / Partner

Background

- The University of Tokyo (LL.B., 2001)
- Harvard Law School (LL.M., 2007) (Completed International Finance Concentration)
- with Debevoise & Plimpton LLP (2007-2008)
- Japan Association of the Law of Finance (2009-)
- Japan Association of Private Law (2009-)
- Lecturer at the Faculty of Law (Civil Law), University of Tokyo (2011-2013)

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Akira Ehira
Partner

Admitted in Japan, 2002
Tokyo Bar Association
Admitted in New York, 2008
Certified Fraud Examiner
(CFE), 2013

Akira Ehira practices in the fields of financial regulations and compliance, together with banking, derivatives, structured finance and other financing transactions. He has built up particular experience and expertise in cross-border financing transactions. He also advises a number of domestic and international financial institutions on financial regulatory matters with his experience as a financial inspector at the Japanese Financial Services Agency. He is a frequent recipient of awards from various publications, such as Asia Business Law Journal's Japan's Top 100 Lawyers (2020 and 2021), Chambers and Best Lawyers. His writings include "M&A Legislation in Emerging Asian Countries" (Shojihomu, 2020, co-author), "Cryptoassets Law" (Chuozeizai-sha, Inc., 2020, co-author) and "The Legal 500 Banking & Finance" (The In-House Lawyer, 2019, co-author).

Akira Ehira / Partner

Background

- The University of Tokyo (LL.B., 1996)
- with The Long-Term Credit Bank of Japan, Ltd. (1996-1998)
- Columbia University School of Law (LL.M., 2007)
- with Allen & Overy LLP, London (2007-2008)
- seconded to the Japanese Financial Services Agency (Financial Inspector) (2012)

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Takanori Ishikawa specializes in advising both Japanese and overseas financial institutions, including major banks, and is well-versed in financial regulations and financial and judicial affairs in general. He has broad experience in regulatory compliance and communications with administrative authorities due to a past secondment to the Financial Services Agency, as well as projects pertaining to organizational reconstructing, including integration of financial institutions and dispute resolution. His recent writings include "Compliance for Managers [Expanded 12th ed.]" (Training Center of the Regional Banks Association of Japan, 2021 co-author), "FinTech World Yearbook 2019-2020" (Nikkei Business Publications, Inc., 2019, co-author), and other works.

Takanori Ishikawa / Partner

Background

- The University of Tokyo (LL.B., 1999)
- The Bank of Tokyo-Mitsubishi, Ltd. (1999-2000)
- Lecturer at Chuo Law School (2007-2012, 2015-2017)
- seconded to Banks Division 1 of the Supervisory Bureau, Financial Services Agency (Deputy Director) (2013-2014)

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Ryutaro Kawamura has broad experience in international investments, including cross-border infrastructure and real estate development projects, carried out in Southeast Asia and elsewhere, and financing for those projects. In addition to investment projects for electric power businesses in Southeast Asia, he has recently been actively involved in real estate development projects in Malaysia, Indonesia, India, Vietnam, Thailand, and Philippines. He has recently focused on shipping finance, utilizing his work experience in international shipping transactions and dispute resolutions. He has written numerous books and articles, including "Real Estate Law in Asia - A Guide for Real Estate and Infrastructure Projects" (Shojihomu, 2018, author and editor), "Real Estate Legislation in India - Theory and Practice: From General Legal Systems Related to Real Estate to Projects Including Joint Ventures and M&A" (Shojihomu, 2021, author and editor).

Background

- The University of Tokyo (LL.B., 2003)
- University of Pennsylvania Law School (LL.M., 2010)
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Yusuke Suehiro has broad experience in banking and financing transactions, including LBO financing, ABL (Asset Based Lending), project financing (e.g., infrastructure and power plant projects), securitization, and other bespoke structured finance transactions. He has recently worked in the field of ESG Investment and Financing, and has also focused on issues related to the amendment of the Civil Code. He was recognized as a "Rising Star Partner" (Project finance) by IFLR1000's 31st edition and has received many other awards. He has written numerous books and theses, which include "Infrastructure Investments by the Private Sector" (Nikkei BP, 2019, co-author), and "Key Practical Issues of Reforms to the Civil Code (Law of Obligations)" (Shojihomu, 2019, co-author), and "Key issues of sustainability linked loans" (Junkan Keirijouhou No.1611, 2021).

Background

- The University of Tokyo (LL.B., 2006)
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Yusuke Murakami handles a broad range of banking transactions, including project finance (energy/infrastructure/PFI and PPP), asset finance, acquisition finance, and syndicated loans both in domestic and global markets. He also has strong expertise in handling cross-border transactions through experience working for the banking department of Allen & Overy LLP, London from 2012 to 2013. He was recognized by Best Lawyers in Japan, 12th Edition (Asset Finance) and as a "Next Generation Partner" (Projects and energy) by The Legal 500 Asia Pacific 2021. His recent articles include "Project Finance 2021, Japan Chapter" (ICLG, 2021), "The Acquisition and Leveraged Finance Review" (Law Business Research Ltd., 2016, co-author), "Legal Issues on Security Arrangements for Power Projects" (SFJ Journal Vol.12, 2016, co-author), "Syndicated Loans: The Law and Legal Practice" (KINZAI, 2015, co-author), and "Reconsidering Step-in Rights in Project Finance" (NBL No.1052, 2015).

Background

- The University of Tokyo (LL.B., 2004; J.D., 2006)
- Harvard Law School (LL.M., 2012)
- with Allen & Overy LLP, London (2012-2013)
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Hiroyuki Kurihara works primarily in the practice area of leveraged finance, M&A and taxation. In addition to his involvement with a number of leveraged finance deals in domestic acquisitions, he particularly specializes in cross-border deals, where he advises the clients on optimal financing structures based on his expertise in the area of taxation.

He has written numerous books and articles, including "Getting the Deal Through - The Legal Landscape - Japan" (Getting the Deal Through - The Legal Landscape, 2017, co-author) and "Comprehensive Analysis of M&A Laws of Japan" (Yuhikaku Publishing Co., Ltd., 2015, co-author).

Background

- The University of Tokyo (LL.B., 2005)
- The University of Tokyo, School of Law (J.D., 2007)
- Lecturer at the University of Tokyo, School of Law (2011-2014)
- Stanford Law School (LL.M. in Corporate Governance & Practice, 2015)
- New York University School of Law (LL.M. in International Taxation, 2016)
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Yuki Matsuda handles a broad variety of financing transactions in Japan and overseas, ranging from conventional corporate finance to complex and cutting-edge structured finance, including banking, securitization, real estate investing, and PPP/PFI/Concessions. He has extensive experience in financial practice, including arrangement of major domestic and overseas finance projects at a securities firm. His command of knowledge of LBO financing is essential to the firm's banking and finance group. His writings include "LBO Finance Preservation Mechanisms – Focusing on Practical Aspects of Security Packages and Contractual Mechanisms to Balance the Interests of Senior and Mezzanine Lenders" (Kinyu Homu Jijo, No.2127, 2019), "Getting The Deal Through – Loans & Secured Financing 2022 – Japan Chapter" (Law Business Research, 2021, co-author).

Background

- The University of Tokyo (LL.B., 2009)
- seconded to the Financial Solutions Division, Global Markets Business Unit at Mitsubishi UFJ Morgan Stanley Securities Co., Ltd. (2015-2016)
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Kei Shirakawa advises on a broad range of financing transactions, including acquisition financing, energy and infrastructure financing, project financing and other various finance transactions. He advises international and domestic corporations, investors and financial institutions on all aspects of financing transactions. Among other projects, he has assisted high-profile private equity funds in structuring financing arrangements for the large-scale leveraged buyouts, and also has advised financial institutions in project financing for privatization of major airports and large-scale energy projects. His publications includes "Infrastructure Investments by the Private Sector" (Nikkei Business Publications, Inc., 2019, co-author) and "Syndicated Loans: the Law and Legal Practice" (KINZAI Institute for Financial Affairs, Inc., 2015, co-author). He was recognized as a "Rising Star" (Banking and finance) by The Legal 500 Asia Pacific 2021.

Background

- The University of Tokyo (LL.B., 2007)
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Yoshihito Kuramochi has extensive experience in Japanese domestic and cross-border structured finance transactions, project finance transactions, LBO finance transactions and corporate loan transactions, representing many of the largest Japanese and non-Japanese corporate and investment banking clients. He also has expertise and experience in private equity fund formation in connection with renewable energy projects and investments in foreign real estate. He has written articles regarding banking and general corporate transactions, which include "Infrastructure Investments by the Private Sector" (Nikkei Business Publications, Inc., 2019, co-author), "Loan Agreement" (Taxation Business Review, 2015, co-author) and "Practical Issues Concerning Proposed Reform of the Japanese Civil Code (Law of Obligations) - From the Perspective of Corporate Transactions Part 7: Default" (NBL, 2010, co-author).

Background

- Hitotsubashi University (LL.B., 2004)
- The University of Tokyo, School of Law (J.D., 2006)
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Hironobu Noma works primarily in the practice area of banking and financing transactions, with particular emphasis on project finance transactions. He has assisted international and domestic banks and developers in wide range of energy/infrastructure projects including large-scale thermal power plants and offshore wind farms. Through his secondment to the Project Finance Division of Mizuho Bank, he has extensive experience in various aspects of banking practice. He was recognized as a "Rising Star" (Projects and energy) by The Legal 500 Asia Pacific 2021. His articles include "Chambers Global Practice Guide for Alternative Energy & Power 2021 – Japan Trends and Developments" (Chambers & Partners, 2021, co-author) and "Japan Offshore Wind – race for offshore wind" (International Financial Law Review June/July, 2019, co-author).

Background

- The University of Tokyo (LL.B., 2006)
- The University of Tokyo, School of Law (J.D., 2008)
- seconded to Mizuho Bank, Ltd., Project Finance Division (2013-2016)
- The University of Pennsylvania Law School (LL.M., Wharton Business and Law Certificate, 2017)
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Hirohiko Tanaka has broad experience in a wide range of banking and finance transactions including domestic and international corporate finance, real estate finance, project finance (energy and infrastructure), and LBO finance, and he has advised many financial institutions. He has also been active as an adviser to project operators and investors with respect to the financing of real estate transactions and a wide range of power plant (wind and solar power, etc.) construction projects, including real estate development projects in Southeast Asian countries through his experience working at the firm's Singapore Office. His publications include "Infrastructure Investments by the Private Sector" (Nikkei Business Publications, Inc., 2019, co-author).

Background

- The University of Tokyo (LL.B., 2009)
- The University of Tokyo, School of Law (J.D., 2011)
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Fuyuki Uchitsu has extensive experience in handling real estate finance transactions on both the borrower and lender side, having acquired specialized knowledge of real estate transactions during his secondment to a real estate advisory company. He also has experience in project finance, LBO finance, and complex financing arrangements structured with a combination of class shares, bonds and loans, and is able to provide practical advice based on flexible thinking. Recently, he has been actively handling matters related to cross-border transactions in real estate and Security Token Offering. His publications include "Real Property Security Token Offering (STO) – Outline of Structuring and Regulations Under the Financial Instruments and Exchange Act" (Association for Real Estate Securitization Vol.61, 2021, co-author).

Background

- Hitotsubashi University (LL.B., 2011)
- The University of Tokyo, School of Law (2012)
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- The University of Tokyo (LL.B., 2010)
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