

# EY Law Japan Team members

EY Law Co.

As of April 2021



# Legal

## Team members in EY Law Co.

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### Junzaburo Kiuchi

EY Law Co.  
Managing Partner

Email: [jb.kiuchi@jp.ey.com](mailto:jb.kiuchi@jp.ey.com)

#### Background

Junzaburo is the Managing Partner of EY Law Co. He has more than 20 years of experience as bengoshi (Japanese-qualified attorney). His practice mainly focuses on cross-border M&A, joint ventures, and general corporate and commercial matters. Before joining EY, he was a partner for 10 years at a major UK based international law firm.

Junzaburo has been named a Leading Individual in the Corporate/M&A field in Japan by The Legal 500, an international ranking agency for lawyers.

#### Main Practice Areas

- ▶ M&A, joint venture and other transactions
- ▶ Corporate, including reorganizations and restructurings

#### Admissions

- ▶ Japan
- ▶ New York

#### Languages

- ▶ Japanese
- ▶ English

#### Professional Experience

- ▶ Advising multinational clients on M&As in Japan, including legal due diligence, structuring advice, drafting and negotiating transaction documents, drafting and filing foreign investment, anti-trust and other regulatory filings, and post-closing restructuring
- ▶ Advising multinational clients on reorganization, restructuring, and liquidation involving their Japanese entities
- ▶ Advising multinational clients on JV with a Japanese partner and Japanese clients on JV with a non-Japanese partner
- ▶ Advising multinational clients on various corporate, commercial and compliance matters in Japan
- ▶ Advising Japanese clients on M&As in and outside Japan
- ▶ Advising Japanese clients on various corporate, commercial and compliance matters in and outside Japan
- ▶ Advising Japanese clients on TSE listings and Hong Kong listings



### Takahiro Tsumagari

EY Law Co.  
Partner

Email: [Takahiro.Tsumagari@jp.ey.com](mailto:Takahiro.Tsumagari@jp.ey.com)

#### Background

Mr. Tsumagari was admitted to practice law in Japan in 1999 and throughout his career, he has worked for local Japanese law firms and for a U.S. based law firms in Los Angeles and Tokyo offices as a partner. Mr. Tsumagari is a principal partner in the EY Law Co. Mr. Tsumagari has substantial experience advising and representing many leading international and Japanese corporations on cross border 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
- ▶ JV
- ▶ Restructuring
- ▶ Corporate
- ▶ Real estate

#### Languages

- ▶ Japanese
- ▶ English

#### Professional Experience

- ▶ Representing foreign and domestic companies and funds in relation to their cross border M&A transactions and business acquisitions.
- ▶ Representing 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.
- ▶ Representing a prominent financial advisor and foreign/domestic institutional investors with regard to a sale and leaseback transaction in respect of real property valued at over ¥100 billion and the acquisition of a major domestic hotel.
- ▶ Advising 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.
- ▶ Representing 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.
- ▶ Representing domestic medical devise/drug companies on IPO matters, disputes related to intellectual property and licensing.
- ▶ Representing 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

EY Law Co.  
Partner

Email: takahiko.itoh@jp.ey.com

#### Background

Takahiko served as a judge for 4 years and now has over 16 years of experience as bengoshi (Japanese-qualified attorney). His practice mainly focuses on antitrust/competition and M&A/corporate works. In addition, he is very active in helping start-ups in IT clients, as well as life science sectors clients. Takahiko started serving as EY Japan's Star-ups Leader from July 2019. Before joining EY, he belonged to UK and US based international law firms and major Japanese local law firm, and also worked as an in-house counsel at two companies on secondment-basis. He is qualified in New York and is fluent in English.

#### Main Practice Areas

- ▶ Antitrust/Competition law
- ▶ Corporate
- ▶ Transaction

#### Admissions

- ▶ Japan
- ▶ New York

#### Languages

- ▶ Japanese
- ▶ English

#### Professional Experience

- ▶ Antitrust/Competition: He advises on cartels, merger control, private monopolisation 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&As
- ▶ Start-up: He advises on capitalization strategies and fund raising; drafting important agreements and regulatory issues, including matters with cross-boarder aspects
- ▶ JV and collaboration: He deals with domestic and cross-boarder JVs/collaborations, in particular, collaborations between large companies and start-ups



### Junko Okawa

EY Law Co.  
Associate Partner

Email: junko.okawa@jp.ey.com

#### Background

Junko has more than 15 years of experience as bengoshi (Japanese-qualified attorney). She has substantial experience in advising and supporting many leading international and Japanese clients mainly on cross-border M&As, joint ventures and general corporate.

#### Main Practice Areas

- ▶ Corporate
- ▶ Transaction

#### Admissions

- ▶ Japan
- ▶ New York

#### Languages

- ▶ Japanese
- ▶ English

#### Professional Experience

- ▶ Drafting and reviewing commercial agreements (commercial transactions, license, employment, etc.) and legal advice on general corporate matters
- ▶ Providing legal support for foreign clients in expanding their business in Japan
- ▶ Providing legal advice on multinational reorganization
- ▶ Advising multinational clients on cross-border M&As (legal due diligence, legal advice on structure, drafting and reviewing share purchase agreements and other transactional agreements, legal support on closing)
- ▶ Advising multinational clients on JVs (legal due diligence, legal advice on structure, drafting and reviewing shareholders' agreements and other transactional agreements, legal support on closing)
- ▶ Advising on competition law related matters
- ▶ Providing support in investigation by the competition authorities

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### Junya Kubota

EY Law Co.  
Associate Partner

Email: junya.kubota@jp.ey.com

#### Background

Junya has more than 15 years of experience as bengoshi (Japanese-qualified attorney). She 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
- ▶ Corporate

#### Admissions

- ▶ Japan
- ▶ New York

#### Languages

- ▶ Japanese
- ▶ English

#### Professional Experience

- ▶ Individual Employment Matters (for employers):
- ▶ Preparing employment-related contracts and internal regulations
- ▶ Dismissals
- ▶ Non-compete agreement with employees
- ▶ Legal due diligence from 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 Transaction
- ▶ Prepare various types of commercial transaction contracts



### Paul Wong

EY Law Co.  
Associate Partner

Email: paul.wong@jp.ey.com

#### Background

Paul is an associate partner at EY Law in Tokyo, Japan. He 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 mergers, acquisitions 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.

#### Admissions

- ▶ California
- ▶ Minnesota
- ▶ Japan, Gaikokuho Jimu Bengoshi (Registered Foreign Lawyer), 2008-2011 and 2019-present

#### Languages

- ▶ English

#### Professional Experience

- ▶ M&A: represented numerous public and private companies in various industries in both within the US and in cross border M&A transactions.
- ▶ Investment Funds: represented both 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: represented 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: represented global financial institutions (as both external and internal legal counsel) with respect to various derivatives and structured finance transactions.
- ▶ Financial Regulations: advised 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: represented clients on general corporate and securities matters and general business counseling.

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**Michael Brock**

EY Law Co.  
Associate Partner

Email: michael.brock@jp.ey.com

### Background

Michael is a senior English law qualified lawyer and a fluent Japanese speaker. His main practice area is finance and financial regulatory. After spending several years at major international law firms, he went in-house at major global financial institutions in the UK and Japan. His expertise includes various financial and fundraising transactions, financial regulatory and governance. Michael has over 11 years' relevant experience in Legal Managed Services and is leading our offering in Japan, drawing on his extensive in-house experience where he managed significant internal projects designed to improve and digitize legal processes, such as document automation and transaction workflow systems, contract management and legal risk management systems.

### Main Practice Areas

- ▶ Financial and fundraising transactions
- ▶ Financial regulatory and governance
- ▶ Legal Managed Services

### Admissions

- ▶ Solicitor (England & Wales)
- ▶ Registered Foreign Lawyer (Gaikokuho Jimu Bengoshi)

### Languages

- ▶ English
- ▶ Japanese

### Professional Experience

- ▶ Financial product coverage - As a Markets lawyer at financial institutions who covered both Fixed Income and Equities, Michael is a subject matter expert on a pan-asset class basis.
- ▶ Regulatory advice - Michael has advised on the practical application of US and EU regulations (such as Dodd-Frank, EMIR, MIFID II, Prospectus Regulation, US QFC Stay Rules) to financial institutions in Japan.
- ▶ Contract Management - as APAC representative on a global project for a major international bank, Michael helped design a legal risk management and contract management system which stored documents in a central repository and created a new internal process whereby periodic reviews were undertaken based on a legal risk assessment
- ▶ Document Automation - By creating template documentation and simplifying processes, Michael was able to increase the volumes of flow transactions and reduce costs. He has also helped create systems which automate administrative documents.
- ▶ Knowhow Management - Michael helped design and deploy a new document management system in Japan, taking into account language issues and creating a structure and processes to better organize precedents and transaction documents.



**Yasushi Murofushi**

EY Law Co.  
Senior Counsel

Email: yasushi.murofushi@jp.ey.com

### Background

Yasushi Murofushi is Senior Counsel at EY Law in Tokyo, Japan. He joined EY Law in November 2020 mainly in charge of Legal Function Consulting and Legal Managed Services. He has been practicing law as Japanese law qualified lawyer (bengoshi) for more than 36 years, half of which was at Credit Suisse as Japan General Counsel (2000-2017).

Prior to that he was a partner at several major international law firms for 15 years in total.

His expertise includes regulatory and compliance matters for financial institutions, capital markets transactions and Japanese corporate law.

### Main Practice Areas

- ▶ Legal function consulting
- ▶ Legal managed services
- ▶ Financial regulation, securities / financial legal affairs
- ▶ M & A, transaction
- ▶ General corporate

### Languages

- ▶ Japanese
- ▶ English

### Professional Experience

- ▶ He was responsible for all the legal and compliance matters related to the business activities of Credit Suisse Japan in investment banking, private banking and asset management.
- ▶ He served as a Board member of Securities Sector Committee of Japan's International Bankers Association for more than 15 years. During that period, he acted as one of the industry group representatives for foreign financial institutions in Japan in many discussions with various Japanese financial regulators involving legal and regulatory issues including those at the introduction of Financial Instrument Exchange Law.
- ▶ He also served as President of the Japan In-house Lawyers' Association (JILA; the largest organization of in-house counsel in Japan) for 6 years.

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**Kohei Nakajima**

EY Law Co.  
Senior Manager

Email: kohei.nakajima@jp.ey.com

### Background

Kohei has more than 10 years of experience as bengoshi (Japanese-qualified attorney). His practice mainly focuses on advising clients on mergers and acquisitions, antitrust/competition and general corporate. Prior to joining EY, Kohei worked for the Japan Fair Trade Commission.

### Main Practice Areas

- ▶ Corporate
- ▶ Antitrust/Competition law
- ▶ Transaction

### Admissions

- ▶ Japan
- ▶ New York

### Languages

- ▶ Japanese
- ▶ English

### Professional Experience

- ▶ Advising multinational clients on merger filings
- ▶ Representing clients in government investigations and reviews by the Japan Federal Trade Commission and foreign competition agencies
- ▶ Advising multinational clients on domestic and cross-border M&As (legal due diligence, legal advice on structure, drafting and reviewing share purchase agreements and other transactional agreements, legal support on closing)
- ▶ Advising broad range of multinational clients on structuring corporate reorganization.



**Masatoshi Takehara**

EY Law Co.  
Manager

Email: masatoshi.takehara@jp.ey.com

### Background

Masatoshi has more than 10 years of experience in leveraging the experience he garnered at Ernst and Young ShinNihon (currently Ernst & Young Shinnihon LLC), domestic law firms and the Tokyo Regional Taxation Bureau to provide advice to numerous Japanese firms and foreign firms across a wide range of subjects including tax, transaction law and general corporate. Before joining EY 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

- ▶ General corporate
- ▶ Transaction law
- ▶ Tax dispute support
- ▶ Support for tax audits

### Admissions

- ▶ Japan

### Languages

- ▶ Japanese
- ▶ English

### Professional Experience

- ▶ Legal advice on general corporate matters and drafting and review of various commercial agreements
- ▶ Ensuring compliance, including that related to internal fraud investigations and risk management
- ▶ Providing legal and tax advice relating to the planning and structuring of domestic and multinational reorganizations
- ▶ Providing legal and tax support for foreign clients in expanding their businesses in Japan
- ▶ Providing legal and tax support for Japanese clients in expanding their businesses overseas
- ▶ Providing legal support for Japanese and foreign clients in relation to taxation
- ▶ Providing support for investigations conducted by Japanese and foreign judicial authorities
- ▶ Tax dispute support
- ▶ Tax planning

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## Team members in EY Law Co.

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**Jun Ogi**

EY Law Co.  
Manager

Email: jun.ogi@jp.ey.com

### Background

Jun has more than 5 years of experience as bengoshi (Japanese-qualified attorney). His practice mainly focuses on corporate, compliance, cross-border M&A, and labor and employment. Prior to joining EY, Jun was a member of several local law firms in Tokyo.

### Main Practice Areas

- ▶ Corporate
- ▶ Compliance
- ▶ Transaction
- ▶ Labor and employment

### Admission

- ▶ Japan

### Languages

- ▶ Japanese
- ▶ English

### Professional Experience

- ▶ Drafting and reviewing commercial agreements (commercial transactions, license, employment, etc.) and legal advice on general corporate matters
- ▶ Supporting clients on compliance matters including fraud investigation, risk management, and handling of corporate scandals
- ▶ Providing legal support for foreign clients in expanding their business in Japan
- ▶ Advising multinational clients on cross-border M&As (legal due diligence, legal advice on structure, drafting and reviewing share purchase agreements and other transactional agreements, legal support on closing)
- ▶ Structure analysis and other legal support in relation to stock purchase overseas, asset purchase in Japan, reorganization transactions etc.
- ▶ Drafting labor/employment-related contracts and internal regulations for multinational clients
- ▶ Assisted clients on various labor and employment matters including handling dismissals, non-compete agreement with employees, and labor unions



**Hiroki Sugiura**

EY Law Co.  
Manager

Email: hiroki.sugiura@jp.ey.com

### Background

Hiroki has more than 5 years of experience as bengoshi (Japanese-qualified attorney). His practice mainly focuses on corporate, and cross-border M&A. Prior to joining EY, Hiroki was a member of local law firm in Tokyo.

### Main Practice Areas

- ▶ Corporate
- ▶ Transaction

### Admission

- ▶ Japan

### Languages

- ▶ Japanese
- ▶ English

### Professional Experience

- ▶ Drafting and reviewing commercial agreements (commercial transactions, licenses, employment, etc.) and legal advice on general corporate matters
- ▶ Advising clients on international commercial transactions
- ▶ Providing legal support for Japanese/foreign clients in expanding their business in Japan/overseas
- ▶ Advising clients on structuring corporate reorganizations.
- ▶ Providing Japanese clients with outbound M&A and non-Japanese clients with inbound M&As (legal due diligence, legal advice on structure, drafting and reviewing share purchase agreements and other transactional agreements etc.)

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**Nobuyuki Nishio**

EY Law Co.  
Manager

Email: nobuyuki.nishio@jp.ey.com

### Background

Nobuyuki supports numerous Japanese firms and foreign firms across a wide range of subjects including international tax, tax controversy, transaction law and general corporate.

### Main Practice Areas

- ▶ General corporate
- ▶ Transaction law
- ▶ Tax dispute support
- ▶ Support for tax audits

### Admission

- ▶ Japan

### Languages

- ▶ Japanese
- ▶ English

### Professional Experience

- ▶ Providing legal and tax support for Japanese clients in expanding their businesses overseas
- ▶ Providing legal support for Japanese and foreign clients in relation to taxation
- ▶ Legal advice on general corporate matters and drafting and review of various commercial agreements
- ▶ Providing legal and tax advice relating to the planning and structuring of domestic and multinational reorganizations
- ▶ Providing legal support for Japanese and foreign clients in relation to taxation
- ▶ Providing support for investigations conducted by Japanese and foreign judicial authorities
- ▶ Tax dispute support
- ▶ Tax planning



**Yuuki Ochi**

EY Law Co.  
Manager

Email: yuuki.ochi@jp.ey.com

### Background

Yuuki 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, Yuuki was a member of a local law firm in Tokyo.

### Main Practice Areas

- ▶ Corporate
- ▶ Transaction
- ▶ Labor and employment

### Admission

- ▶ Japan

### Languages

- ▶ Japanese
- ▶ English

### Professional Experience

- ▶ Drafting and reviewing commercial agreements (commercial transactions, licenses, employment, etc.) and legal advice on general corporate matters
- ▶ Advising clients on international commercial transactions
- ▶ Providing legal support for Japanese/foreign clients in expanding their business in Japan/overseas
- ▶ Advising clients on structuring corporate reorganizations
- ▶ Supporting Japanese clients in outbound M&A and non-Japanese clients in inbound M&As
- ▶ Supporting legal issues including law suit about transaction between Japan and China
- ▶ Supporting to enforce Chinese arbitration award in Japan
- ▶ Dismissals, claim for overtime payment, harassment at the work place, sexual harassment



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## Team members in EY Law Co.

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**Hideki Mino**

EY Law Co.  
Manager

Email: hideki.mino@jp.ey.com

### Background

Hideki joined EY Law Co. in 2021. Before joining EY Law Co., Hideki was involved in internal audits, internal control assessments, and digital transformation at the internal audit department of a large Japanese pharmaceutical company. Prior to that, for more than 10 years, as CPA, he had provided a variety of consulting services etc. related to the risk management, internal controls, compliance, fraud investigation and international taxation to Japanese clients and multinational clients while working in the risk advisory department of a large audit firm.

### Main areas of practice

- ▶ General corporate
- ▶ Transaction
- ▶ Legal managed services

### Credentials, skills

- ▶ Attorney at Law, admitted in Japan
- ▶ Japanese Certified Public Accountant, Chinese Certified Public Accountant, US Certified Public Accountant (Washington state)
- ▶ MBA - University of Southern California

### Languages

- ▶ Japanese, English, Chinese

### Professional experience

- ▶ Advising Japanese clients on the reorganization, the research of overseas law/regulations and the contract review results.
- ▶ Advising Japanese clients on their outbound business expansion to overseas
- ▶ Advising multinational clients on their inbound business investment to Japan
- ▶ Consultancy for Japanese clients regarding the establishment of shared service centers and internal control systems, the implementation of financial accounting systems and of enterprise resource planning (ERP), and the adoption of international accounting standards
- ▶ Consultancy for Japanese clients on the risk management, the establishment of internal control/compliance system and the preparation of internal policies.
- ▶ Advisory for Japanese clients on the fraud investigations, compliance audits, internal audits, and internal control assessment (JSOX/USSOX).



**Minae Ikari**

EY Law Co.  
Associate

Email: minae.ikari@jp.ey.com

### Background

Keio University Law School (J.D.)  
Sophia University (LL.B.)  
UCLA (Short-term Exchange Program)

### Admission

- ▶ Japan

### Languages

- ▶ Japanese
- ▶ English
- ▶ (French)

### Publication and academic activity

- ▶ Lecturer Keio University, Faculty of Law, Institute of Law
- ▶ "New Basic Law Commentary: Civil Execution Law" (Nippon-Hyoron-sha, Kazuhiko Yamamoto et al., 2021) Writing Assistant
- ▶ "Environmental Litigation Law [2nd Edition]", Nippon-Hyoron-sha (Toshihiro Ochi, 2020) Writing Assistant

## EYについて

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EYとは、アーンスト・アンド・ヤング・グローバル・リミテッドのグローバルネットワークであり、単体、もしくは複数のメンバーファームを指し、各メンバーファームは法的に独立した組織です。アーンスト・アンド・ヤング・グローバル・リミテッドは、英国の保証有限責任会社であり、顧客サービスは提供していません。EYによる個人情報の取得・利用の方法や、データ保護に関する法令により個人情報の主体が有する権利については、[ey.com/privacy](https://www.ey.com/privacy) をご確認ください。EYについて詳しくは、[ey.com](https://www.ey.com)をご覧ください。

## EY弁護士法人について

EY弁護士法人は、EYメンバーファームです。国内および海外で法務・税務・会計その他のさまざまな専門家と密接に協働することにより、お客様のニーズに即した付加価値の高い法務サービスを提供し、より良い世界の構築に貢献します。詳しくは、[ey.com](https://www.ey.com)をご覧ください。

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