



Okuno & Partners has provided legal assistance for nearly one entire century and its spirit gets younger with every year.

Okuno & Partners is a full service independent business law firm with a special focus on M&A, corporate and finance, insolvency and restructuring, as well as dispute resolution (litigation, mediation, and arbitration).

Okuno & Partners was established in 1924 by Hikoroku Okuno, a former president of the Tokyo Bar Association, and has grown naturally without any merger and acquisition to meet clients' needs. During the 90 years since its foundation, the firm has gained an excellent reputation in the domestic and international market advising and representing international organizations, multinational corporations, financial institutions, as well as small and medium sized companies, and individuals from all over the world.

Internationally, the firm's excellent reputation

extends to cross-border transactions, international litigation, and international commercial arbitration. The firm has a broad experience in representing foreign clients before domestic courts and authorities. In order to offer quality international legal support, the firm works closely with leading law firms in the respective jurisdictions.

Practice Areas

International Business Transactions

The firm advises clients with respect to cross-border transactions, such as international sales,

distributions, licensing, franchising and joint ventures, and foreign investments including investment into real estate. It prepares and analyzes all kinds of documents and agreements with respect to international business transactions.

In light of the increasing amount of investment coming into Japan from overseas, the firm supports foreign investors when they structure investments in Japan and transact with Japanese entities.

Additionally, the firm supports Japanese corporate clients getting into foreign markets, especially in Asian countries, with support from local law firms.

Litigation and Arbitration

The firm represents clients in proceedings before Japanese courts, agencies, and international arbitration in Japan and abroad. The members of the firm act as arbitrators in both international and domestic arbitration proceedings.

The firm represents a number of domestic and international clients in litigation in Japan. It also represents a number of clients in preliminary injunctions, and has vast experience in representing foreign clients in cross-border preliminary injunctions.

Corporate Law and M&A

The firm assists and advises clients on incorporation of companies. The firm provides assistance and support throughout the entire incorporation process from drafting the corporate documents, such as the articles of incorporation and internal regulations, to organizing shareholders' and board of directors' meetings. It also assists clients on regulatory matters, compliance, and risk management. The members of the firm support in-house legal teams on specific corporate and transactional legal matters.

The firm advises public and private companies, investors as well as entrepreneurs across all industry sectors on mergers & acquisitions, spin-offs, IPO, and joint ventures.

Finance

The firm advises clients on capital markets and other financing transactions, in particular syndicated loans, bond issues and convertible bonds, equity capital transactions, and project financing. It represents clients in proceedings regarding every aspect of financial markets law

as well as organizing and conducting internal investigations in a regulatory context. It also prepares and analyzes various types of agreements in the financial services area on behalf of both service providers and customers.

Insolvency and Restructuring

The firm assists clients in bankruptcy related matters, such as restructurings, voluntary liquidations, court proceedings, and other transactions related to preventing bankruptcy or requiring bankruptcy advice and pursuing contested claims.

The firm has a high reputation in this practice area, and has been involved in a number of major corporate restructuring cases.

Antitrust and Competition Law

The firm advises and represents clients in matters pertaining to competition law and regulation. It advises on issues concerning commercial practices and agreements and develops strategies with respect to compliance programs, internal investigations, and audits.

Employment Law

The firm advises companies on employment issues and represents both employers and employees in related litigation, as well as assistance in negotiation. It prepares and analyzes all employment related documents and supports employers concerning the mandatory reports to the Labor Standard Inspector.

Family Law

The firm also advises and represents clients in family law matters, such as divorces, custody issues, and execution of last wills. It has vast experience in cross-border family law issues, which is one of the most complicated areas of practice which requires broader insight into relevant treaties and laws of all related jurisdictions.

The firm also assists clients in the administration of real estate related to last wills.

Criminal Law

The firm assists clients in criminal matters and represents them before authorities and courts. The members of the firm often provide assistance to foreign clients without Japanese speaking ability in order to fully protect their rights.

International Practice

With the development of global markets, many of the firm's clients carry out business in international jurisdictions. To respond to their needs, the firm closely cooperates with leading law firms in respective jurisdictions to provide added value to clients by referring them to a firm in a foreign jurisdiction.

Within the firm, the International Practice Group consists of lawyers with vast experience in cross-border transactions, and is chaired by Makoto HIRASAWA in cooperation with Michael MROCZEK.

Makoto HIRASAWA

E-mail : makoto.hirasawa@okunolaw.com
http://www.okunolaw.com/en/profiles/hirasawa_m.php

Professional Experience

1998- Japan External Trade Organization (JETRO)
2008- Okuno & Partners
2010 Delegate, House of Delegates, Japan Federation of Bar Associations
2010 Delegate, House of Delegates, Tokyo Bar Association
2011-2012 National Representatives Officer, Young Lawyers' Committee, International Bar Association
2013 Secretary, Young Lawyers' Committee, International Bar Association
2014 Vice-Chair, Young Lawyers' Committee, International Bar Association

Publications

Doing Business in Japan, Multi-Jurisdictional Guide, Lexis Nexis, 2013, 2014, Author
Q&A on Judicial and Tax Affairs for Shares and Corporate Bonds, Shinnippon Hoki Publishing Co., Ltd., 2006, Co-author.
Manual on Regulations for Corporate Executives, Shinnippon Hoki Publishing Co., Ltd., 2003, Co-author.

Makoto Hirasawa is a Chair of International Practice Group of the firm. The group provides legal services to clients doing business across borders. He has vast experience in M&A, Joint Venture, Cross-border Business Transactions including international sales, licensing, distributorship, and real estate transactions, and represents both

Japanese clients doing business outside Japan and international clients doing business in Japan. In addition, he also provides legal service in practice areas such as Dispute Resolution, Preliminary Injunctions, General Corporate, Competition Law, Corporate Restructuring, Insolvency, Maritime, and Family Law.

Makoto has worked for the Japan External Trade Organization, which is a government related organization promoting trade and investment between Japan and other countries. The organization provides supports to Japanese corporations when they start up a business outside Japan and to international corporations when they start up a business in Japan. As a lawyer, he uses his professional knowledge and experience at the organization to provide quality legal service to his clients.

Makoto has been a member of International Bar Association and its Young Lawyers' Committee since 2009, and currently serves as Vice-Chair of the Young Lawyers' Committee. He has attended a number of IBA conferences, including the Annual Conference in 2009, 2010, 2011, 2012, and 2013, and conferences jointly organized by Young Lawyers' Committees in 2012 and 2013.

In addition, he is a member of the International Committee of the Tokyo Bar Association and a member of IBA 2014 Tokyo Project Team of the Japan Federation of Bar Associations. As a member



Makoto Hirasawa

of the International Committee of the Tokyo Bar Association, he has represented the Tokyo Bar Association in conferences of bar leaders from around the world.

Through these activities, he has established a network of foreign qualified lawyers and is closely working with leading law firms throughout the world to support clients involved in cross-border business by providing prompt and seamless cross-border legal service.

Makoto provides legal services in English, Japanese, and Chinese. He makes presentations at seminars, conferences, and exhibitions in many countries including Hong Kong, Taiwan, Germany and United States.

Michael MROCZEK

E-mail : michael.mroczek@okunolaw.com
http://www.okunolaw.com/en/profiles/michael.php

Professional Experience

2006 Tax and Expropriation Court, Liestal (Switzerland)
2007 Law Firm, Basel-Landschaft, Muttentz (Switzerland)
2009- Stach Rechtsanwälte AG, St. Gallen and Zürich (Switzerland)
2013- Okuno & Partners
2014- Executive Committee Member of the Swiss Chamber of Commerce and Industry, Japan

Publications

Arbitration in Hong Kong – Is Hong Kong the most convenient seat for arbitration in Asia for Japanese Companies?, The Lawyers, September 2014.

Michael MROCZEK is a foreign law partner at Okuno & Partners. He is a Swiss lawyer admitted to practice before all Swiss courts and a Notary Public of the Canton of St. Gallen in Switzerland. Michael is registered as an EU lawyer in Poland and is a foreign special member of the Tokyo Bar Association in Japan.

Michael graduated from the University of Basel and took his LL.M. in US Law at the Temple University Beasley School of Law in Philadelphia, Pennsylvania. His main practice areas are International Arbitration, International Business Transactions, Corporate Law, M&A, and finance. He advises Japanese as well as foreign clients.



Michael Mroczek

Michael is an executive committee member of the Swiss Chamber of Commerce and Industry in Japan (SCCIJ) and an auditor of the Polish Chamber of Commerce and Industry in Japan (PCCIJ). He regularly makes speeches and publishes articles about international arbitration.

Before joining Okuno & Partners, Michael was an associate with a Swiss law firm with offices in Zurich and St. Gallen.

Recent arbitration cases:

- Counsel for claimant in an ICC arbitration on semiconductors,
- Counsel for claimant in a Swiss Rules arbitration on medical devices,
- Counsel for respondent in Swiss Rules arbitration on aviation.

Michael is fluent in English, German, Polish, French and Italian.

Access

Okuno & Partners
eMail: makoto.hirasawa@okunolaw.com
michael.mroczek@okunolaw.com
URL: http://www.okunolaw.com/en/
Address: 8F, Kyobashi TD Building
1-2-5 Kyobashi, Chuo-ku, Tokyo
104-0031, Japan
[Reception: 7F]
Tel: +81-3-3274-3805
Fax: +81-3-3272-2245