

ALLEN & OVERY

Tokyo



Tier 1: Corporate M&A (Japan – foreign firms)

Asia Pacific Legal 500 2021

Outbound M&A Legal Adviser of the Year (2020)

Mergermarket Japan 2020

Band 1: Projects and Energy (Japan – international firms)

Chambers Asia Pacific 2021

Tier 1: Banking and finance (Japan – foreign firms)

Asia Pacific Legal 500 2021

The A&O team is well-known in the market for a number of years – not only for its technical expertise, but also its experience and practicality.

Asia Pacific Legal 500 (Japan – Banking and Finance) 2021



Allen & Overy Gaikokuho Kyodo Jigyo Horitsu Jimusho in Japan

>15
lawyers

30+
years in Japan

40+
offices around the world

>80%
of work involving at
least two countries

In 1988, Allen & Overy was one of the first international law firms to establish an office in Tokyo. For over 30 years, the Allen & Overy Tokyo office has provided comprehensive legal services to a wide range of corporate clients (both domestic and international), banks, financial institutions, trading companies and energy companies.

The Tokyo practice specializes in the following major areas: Corporate and M&A, Projects, Energy, Natural Resources and Infrastructure (PENRI) and Banking & Finance.

Our longstanding history in this market, with both international and Japanese law capability and bilingual lawyers, combined with our extensive global footprint, means we are the first choice for companies seeking assistance on their cross-border transactions.



Delivering legal solutions and world class expertise

Local knowledge of the Japan market

- Japan's market-leading corporate M&A, banking and projects team ranked Band 1 by leading legal directory *Legal 500* – Inbound and outbound M&A, joint venture and restructuring
- Inbound and outbound M&A, joint venture and restructuring experience
- Thorough knowledge and understanding of cultural and social aspects of doing business in Japan
- A team of bilingual Japanese and foreign lawyers
- Helping you navigate through the complexities of your most important deals
- Helping you mitigate risk

Cross-border expertise

- We have extensive legal and practical knowledge of cross-border acquisitions and disposals, joint ventures, strategic alliances project development and financing in Japan and outbound projects
- We can provide structuring options for your entry and establishment in Japan
- Commercial and strategic advice
- Comprehensive assistance in preparing transaction documentation, project development and financing documentation
- Collaborative and multi-disciplinary approach

One-stop legal solution

- A single port of call for your legal needs
- On the ground in Tokyo, with a longstanding presence and history of supporting Japanese and international clients for over 30 years
- Supported by A&O's global resources
- Local advice to an international standard through our local relationship network

Delivering value

- Committed to delivering value for money
- Access to our low-cost legal services centre
- Cost-effective legal solutions and flexibility

Our experience



Corporate

Recognized as a Tier 1 Corporate and M&A practice by Asia Pacific Legal 500, 2021, we advise on mergers, acquisitions, joint ventures, disposals and general commercial and regulatory matters for a range of clients across a variety of sectors including: financial services, automotive, energy and infrastructure, manufacturing and industrial, pharmaceutical, consumer, and food and beverage.

With the majority of our work being cross-border and outbound, we work closely with our global team of 700 corporate lawyers in 40 offices worldwide, providing clients with end-to-end support.

All members of our Tokyo corporate team are bilingual (Japanese and English speaking) and over half our team is Japanese law qualified offering inbound and cross-border corporate M&A support.

Hitachi, Ltd.

on its USD1.425 billion acquisition of JR Automation from Crestview Partners.

MS&AD Group Holdings, Inc.

on the GBP3.2bn sale of ReAssure Group Plc to Phoenix Group Holdings Plc.

NEC Corporation

Advising on its acquisition of Northgate Public Services Limited from Cinven Partners LLP, a UK-based private equity firm.

Bank of Tokyo-Mitsubishi UFJ, Ltd (MUFG Bank Ltd.)

Advising on their large-scale global corporate rebranding involving 45 jurisdictions around the world.

Alpha Corporation

Advising on its acquisition of the automotive locks business of Assa Abloy in Europe.

Persol Holdings Co., Ltd

Advising on its acquisition of Programmed Maintenance Services Limited via a scheme of arrangement under the jurisdiction of Australia.

Daidoh Limited

Advising on its acquisition of a controlling stake (65%) in Pontetorto S.p.A. of Italy, an Italian fabrics and textile producer.

Kirin Holdings Company, Limited

on its USD706m disposal of its wholly-owned Brazilian subsidiary, Brasil Kirin Holdings to Heineken subsidiary Bavaria S.A.

MS&AD Insurance Group Holdings, Inc.

Advising on (i) its acquisition of a minority stake (GBP800m) in ReAssure Jersey One Limited, a closed-book life insurer and a subsidiary of Swiss Re group; and (ii) on its acquisition of a minority stake (AUD500m) in Challenger Limited, an Australian financial services company.

NTT Communications Corporation

Advising on its acquisition of a majority stake in the e-shelter group, a European market leader in the construction and management of data centres.

Aioi Insurance Company, Ltd.

In its merger with Mitsui Sumitomo Insurance Group Holdings, Inc. and Nissay Dowa General Insurance Company, Ltd.

“They work closely with their office teams around the world and they are tenaciously and powerfully supportive. Their quick responses and handling of our requests are extremely reliable.”

Chambers Asia Pacific Japan (Corporate M&A – International) 2020



Banking
& Finance/
PENRI

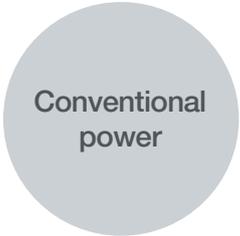
We are pre-eminent in the project development and financing market; known for developing innovative and first in market solutions for our clients. Recognized as a Tier 1 projects practice in Japan by all of the major legal directories, our Tokyo team advises a broad spectrum of leading Japanese and international financial institutions, funds, multilateral agencies, development finance institutions, export credit agencies, international bodies, sponsors and borrowers across the Asia Pacific region and globally.

Our PENRI practice often incorporates complex financing techniques that lead the industry in power and energy (both conventional and renewables); LNG and oil & gas; natural resources ; transport and infrastructure.

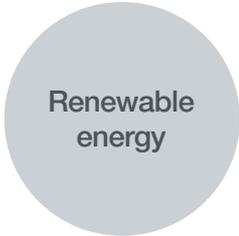
We have a strong track record of advising on the full range of project development project finance, trade and export finance and brownfield projects M&A, as well as advising on credit facilities and syndicated and mezzanine loans.

Our team of high calibre banking and finance lawyers provide clients with advice across the full range of transactional banking and finance work, including leveraged and acquisition finance, syndicated lending, project finance, asset finance, trade and export finance, and restructuring and refinancing.

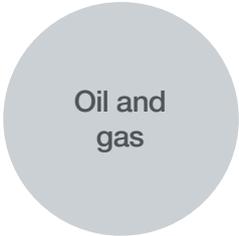
Experience across every sector



Conventional
power



Renewable
energy



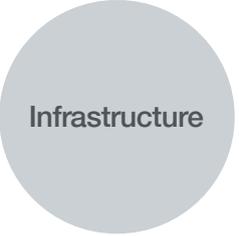
Oil and
gas



LNG



Shipping and
transport



Infrastructure



Natural
resources

Oil/Gas and LNG

1760MW Jawa-1 Gas-fired power plant

The Lenders in relation to the development, construction and operation of the 1760MW Jawa-1 Gas-fired power plant in Indonesia – Asia’s first LNG-to-power project and one of the largest LNG-powered plants in Southeast Asia.

Project Finance Deal of the Year – IFLR Asia-Pacific Awards 2019

Project Finance Deal of the Year – IFLR Asia Awards 2019

Power Deal of the Year – PFI Awards 2018

Asia-Pacific Power-Gas deal of the year – IJGlobal Asia Pacific Awards 2018

Coral FLNG

A consortium of Asian lenders in relation to the project finance and development of a floating liquefied natural gas (FLNG) facility in Mozambique. This is the first-ever project financing of a floating LNG vessel (FLNG); the first LNG project in Mozambique; and the financing was the largest project financing in African history at the time.

Midstream Oil & Gas Deal of the Year – IJ Global 2018

ECA-backed Energy Deal of the Year – TXF 2018

Donggi Senoro LNG

Advising PT Donggi-Senoro LNG on the development and financing of the Donggi-Senoro LNG project – the first LNG project in Indonesia to adopt a downstream development mode, enabling separate development of upstream (feedstock gas supply) and downstream (LNG manufacturing) businesses.

Tanggung LNG Train 3 expansion

JBIC, ADB and the international commercial lenders and the Indonesian commercial lenders on the financing of the Tangguh LNG Train 3 expansion project in Indonesia.

IJ Global Awards Asia 2017

Ichthys LNG

Advising subsidiaries of the sponsors, Inpex and Total, on the development and financing of the Ichthys LNG project (an integrated mega-project) in Australia. The financing was provided by eight ECAs and 24 commercial banks. This deal is the largest project financing in history and will see Australia become the world’s leading LNG producer.

Egyptian hydrocracker project restructuring

JBIC, KEXIM and NEXI, on a project that consists of the design, development, construction, commissioning, procurement, financing, maintenance and operation by Egyptian Refining Company (Takrir) S.A.E. of a new hydro-cracking complex on a site adjacent to the Cairo Oil Refining Company facilities in Mostorod, Egypt.

Rovuma LNG

The prospective ECA and lenders in relation to the proposed multi-billion Rovuma LNG project in Mozambique.

“Allen & Overy fields a very capable team working on one side or the other of many of the most high profile project financing deals in the region.”

Legal 500 Asia Pacific Japan (Projects and Energy – International) 2020

Power and Energy

Al Ghubrah IWP

JBIC and other lenders acting for the winning bidder, Sumitomo Corporation, on the Al Ghubrah IWP in Oman.

Tsetii wind farm

EBRD and JICA on the financing to develop, construct and operate the 50MW Tsetsii wind farm project in Tsogtsetsii soum, Umnugobi aimag, Mongolia.

*“Wind Power Deal of the Year”
IJGlobal Awards 20*

Nong Saeng IPP

Advising JBIC, ADB and other lenders on the Nong Saeng power project in Thailand.

Taiwan offshore wind

The sponsor on the development and financing arrangements in respect of a proposed Taiwanese offshore wind project.

DEWA IV Project

The Senior lenders and the Mezzanine lenders in relation to the project financing of the DEWA IV concentrated solar project (CSP) in Dubai, UAE.

SEWA IPP

The Consortium on the SEWA IPP (1,800 MW gas-fired power station) in Sharjah, UAE.

Song Bac hydro power plant project

SMBC on a NEXI-backed, MOF-guaranteed financing to a private corporation in Vietnam in relation to the construction of the Song Bac hydro power plant project.

Transport/infrastructure

Fukuoka International airport privatisation project

A consortium on its bid for the Fukuoka International airport privatisation project.

Kansai and Itami airport privatisation project

Multiple potential bidders in relation to the Kansai International airport and Itami airport privatisation project.

Yangon Airport

a consortium on its bid for Yangon Airport in Myanmar.

Philippines rail project

Asian Development Bank, JBIC, NEXI and the commercial lenders with respect to a rail project in the Philippines.

KL-Singapore High Speed Rail project

A confidential client in relation to the bid submission for the proposed KL-Singapore High Speed Rail project.

Hanthawaddy International Airport project

A consortium on the Hanthawaddy International Airport in Myanmar.

Hokkaido International airports privatisation project.

A consortium on its bid for the Hokkaido International airports privatisation project.

“The ‘excellent’ banking team at Allen & Overy Gaikokuho Kyodo Jigyo Horitsu Jimusho is noted for its ‘swift responses, forward-looking approach and excellent team coordination’.”

Asia Pacific Legal 500, Banking & Finance (Japan), 2019

Key contacts



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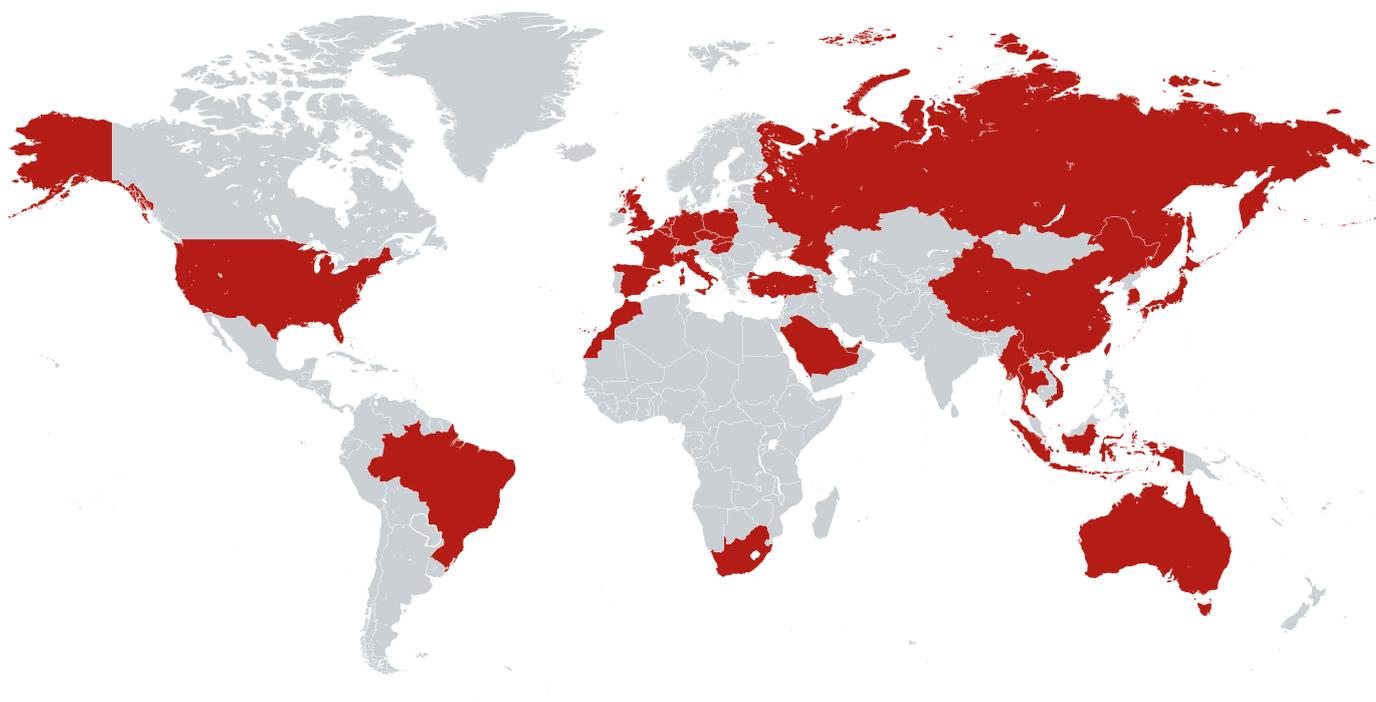


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“An office that can provide the comprehensive services required as a one-stop shop.”

Chambers Asia Pacific Japan (Projects and Energy – International) 2020

Our global footprint



Founded in 1930

5,550 People

550 Partners

2,400 Other Lawyers

Over 40 offices
around the world

*Figures based on FTE

NORTH AMERICA

Los Angeles
New York
Washington, D.C.

AFRICA

Casablanca
Johannesburg

CENTRAL & SOUTH AMERICA

São Paulo

MIDDLE EAST

Abu Dhabi
Dubai

EUROPE

Amsterdam
Antwerp
Barcelona
Belfast
Bratislava
Brussels
Budapest
Düsseldorf
Frankfurt
Hamburg
Istanbul
London
Luxembourg
Madrid
Milan
Moscow
Munich
Paris
Prague
Rome
Warsaw

ASIA PACIFIC

Bangkok
Beijing
Hanoi
Ho Chi Minh City
Hong Kong
Jakarta*
Perth
Seoul
Shanghai
Singapore
Sydney
Tokyo
Yangon

* Associated office



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GLOBAL PRESENCE

Allen & Overy is an international legal practice with approximately 5,500 people, including some 550 partners, working in over 40 offices worldwide.

Allen & Overy means Allen & Overy LLP and/or its affiliated undertakings. Allen & Overy LLP is a limited liability partnership registered in England and Wales with registered number OC306763. Allen & Overy LLP is authorised and regulated by the Solicitors Regulation Authority of England and Wales.

The term **partner** is used to refer to a member of Allen & Overy LLP or an employee or consultant with equivalent standing and qualifications.

A list of the members of Allen & Overy LLP and of the non-members who are designated as partners is open to inspection at our registered office at One Bishops Square, London E1 6AD.