

Legal Professional Corporation  
**Dojima Law Office**

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DOJIMA LAW OFFICE L.P.C

Since 1965

## About Our Office

Since our establishment in Osaka, for half a century we have pursued "PROFESSIONALISM"

### Dojima Law Office History & Philosophy

Dojima was founded in 1965 by three Kansai-born attorneys, as a partnership law firm rarely seen in Japan back then - a pioneer in Osaka. The three aspired to provide sophisticated and comprehensive legal services, with each specialized in a different field, cooperating with one another and sharing ideas in order to support their clients. The word DOJIMA is the name of the central commercial district in Osaka, which has attracted many merchants since ancient times. The area is always vibrant with constant active trading. It is also the name of the river that runs through the legal district in Osaka. We are named after the Dojima River, and have developed ever since.

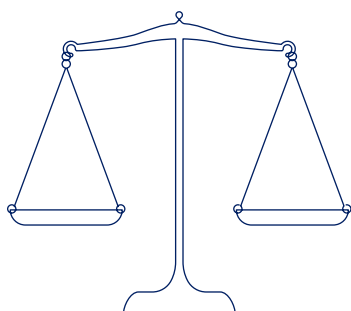
### Nationwide Service & Diverse Industries

Over time, our clientele has expanded nationwide, and we have come to serve as corporate lawyers for leading Japanese companies, both listed and unlisted. The types of industry span from manufacturing, finance, trading, IT, media, and real estate, to energy, pharmaceuticals, logistics, retail, education, and startups. Our clients include corporations, as well as universities, and Japanese and foreign government agencies.

In 2010, we established our Tokyo Office to respond to the increasingly wide range of client needs. The office closely cooperates with our Osaka Office to provide seamless legal services to our clients throughout Japan.

### Capacity for Global Cases

With the world becoming borderless due to economic and technological development, we have seen an increasing number of corporate clients from outside Japan. Dojima boasts an extensive track record of supporting expansion into English- and Chinese-speaking countries in Asia, and entry into the Japanese market by foreign companies. Due to our network and collaboration with law firms in foreign jurisdictions, we are fully capable of providing a one-stop service even for cross-border cases that require expertise/practice in foreign laws. The environment surrounding Japan, including world affairs, political issues, foreign diplomacy, economic affairs, and technological innovation, is constantly changing, and the capacity expected from attorneys has diversified. For us to respond to such complicated social needs, we will leverage our knowledge and expertise, and with the experience we have earned and passed down over our long well over 60-year history, to achieve ongoing evolution, with the times, and together with our clients.



The years come and go,

as a legal professional for you,

to be more reliable and dependable.

That is the never-changing resolution of Dojima Law Office,  
the promise to our clients.

## Our Advantage

### Comprehensive support by attorneys with diverse track records COMBINED EFFORT is our advantage

#### From business development to dispute resolution, we cater to all kinds of cases

**1**

Our attorneys, using their expertise and extensive experience, will respond to our clients' needs promptly and appropriately in accordance with the requirements of the consulted matter, from general legal topics such as contract review and legal research, to highly specialized ones such as: "We would like to conduct strategic M&A", "What should we do if we want to restructure our financing to revitalize our business?", "Would there be any problem for us to launch a new financial product?," and "An overseas client hasn't made a payment and we would like to collect debt from domestic assets." We provide one-stop service for broader needs in collaboration with other professionals such as judicial scriveners, administrative scriveners, tax accountants, audit corporations, patent firms, and certified social insurance labor consultants.

#### Attorneys with diverse backgrounds to handle complicated cases

**2**

Some of our attorneys have experience as a judge, public prosecutor, or Fair Trade Commission investigator, and/or are licensed as a small and medium enterprise management consultant, pharmacist, or other professional. We also have a number of attorneys who have been seconded to the Kanto Local Finance Bureau or Ministry of Economy, Trade and Industry, and/or have studied or have been seconded to an organization in the U.S., China, or Southeast Asia. To respond to our clients' specific legal issues, a team of attorneys is selected to suit each case, and they strive to achieve the best solution, bringing together their knowledge, experience, and power. Large complicated cases or urgent ones, rest assured that we are there to support you.

#### Robust Teamwork

**3**

For a long time, we have maintained the number of our attorneys at around 30. One of our strengths is flexibility not found in large-scale law firms, and good team work in which each attorney well knows the strengths of his/her colleagues. Even younger associates quickly develop extensive experience and strong track records because they work with partners specializing in different areas instead of belonging to a single partner. Throughout our more than 60-year history, to maintain and continue providing high-quality legal services we have considered it important to keep our members limited to teams of "a select few".

#### Worldwide Service

**4**

Dojima has offices in both Osaka and Tokyo. Taking advantage of remote work, our service is available anywhere in Japan regardless of the location. Further, some of our attorneys have extensive overseas experience, and are handling cross-border cases through their networks with overseas law firms they have built over a long period of time. International cases involve not just issues of foreign laws, but also require prompt and appropriate processing in consideration of multiple factors such as language, culture, and commercial practice. Even such non-legal elements will also be handled in English or Chinese by our attorneys, who are from outside Japan or have studied abroad. Even among overseas attorneys at affiliated firms (including areas outside English-speaking countries), we can introduce Japanese-speaking attorneys there if our client wishes to directly communicate with them in Japanese.

## Practice Areas

# A partnership of diverse attorneys providing comprehensive legal services

## M&A

In accordance with changes in the business environment, or in the growing stages of a company, the purpose of considering M&A could be various, such as the improvement of management efficiency, initiatives in new business areas, business restructuring, and handovers to successors. In carrying out M&A, each case requires specific handling to suit its purpose, corporate characteristics, and other inherent issues.

Dojima has handled a number of diverse corporate reorganization/M&A cases, including intragroup restructuring, strategic M&A, business succession to a third party, M&A due to business revitalization, and MBOs, for listed corporations as well as small and medium sized companies. We have an extensive track record and knowledge of M&A of not just stock companies but also medical corporations, social welfare service corporations, and incorporated educational institutions. Making use of such experience, knowhow, and expertise, we provide timely and appropriate legal services supported by our extensive knowledge of the different phases of M&A, from advice on developing legal schemes at a planning stage such as company establishment, mergers, company splits, business transfers, and stock transfers, to advice on legal due diligence (DD), negotiation of terms and conditions, preparation of agreements and other necessary documents, the handling of closings, and post-M&A operations (PMI).

## Companies Act/Corporate

Dojima provides prompt and on-target legal services regarding operations and other corporate matters whether listed or unlisted, based on our long-time experience, knowledge, and expertise of corporate legal affairs, as well as our deep understanding of the Companies Act/Financial Instruments and Exchange Act acquired through our ongoing diligence in keeping track of multiple amendments to the Commercial Code/Companies Act and other laws, and conducting numerous research and training projects.

Regarding corporate legal affairs, including guidance for holding general shareholders' meetings, we have an extensive track record, and the accumulation of experience/knowledge and expertise that goes back to the Commercial Code amendment of 1981. In addition, we internally share and have built a wealth of practical knowledge as a legal advisor for diverse corporate/organizational clients, including financial institutions (banks, securities companies/financial instruments business operators), trading companies (general/specialized), manufacturers (such as machinery/electrical/rubber/chemical/pharmaceutical), real estate companies (development/construction/brokerage), digital and retail organizations, medical institutions, schools, and services, and provide comprehensive on-target support. Not only to mention the stable operation of general meetings, our services also include dynamic general meetings relating to management takeovers, supporting the flawless operation of general meetings.

Another area is corporate governance, which has seen rapid changes recently. Our attorneys with experience as an external officer or having been seconded to a company or other organization, lead in the provision of practical support suitable for business type/scale in preparing/reviewing materials for building appropriate relationship with stakeholders, such as press releases, corporate governance reports, and other disclosure documents, and in evaluating the operation/effectiveness of board of directors' meetings.

We provide practical and appropriate advice also on defense strategies in the event of third party hostile takeovers, responses to proxy fights, and designing/introduction of ordinary takeover defense measures.

We further handle management takeover cases of mainly small and medium enterprises, and have a wealth of experience handling cases involving requests to call general meetings, provisional dispositions to suspend the execution of duties of directors/election of a person on behalf of executing duties of a director, dissenting shareholders' exercise of appraisal rights and petitions for price determination.



## Financial Legal Affairs

Dojima provides legal advice on individual financial transactions to various clients, including banks, securities companies, type II financial instruments business operators, investment management companies, fund settlement companies, and investment advisory companies, and provides daily advice on matters such as financial regulations, and risk management systems. Some of our attorneys have been seconded to the financial authorities, who keep themselves up to date with the latest finance-related laws and regulations, voluntary restraints, and other matters to provide advice and legal services in view of advanced practice.

We provide highly specialized legal services that are not limited to daily consultation alone. For example, we have an attorney who serves as an external member of a compliance committee of a financial institution. Other examples include support for finance-related registrations and obtaining permits and approvals, and audits that involve on-site inspections.

Furthermore, our expertise includes disputes surrounding the sale of stocks, mutual funds, bonds, derivatives, and other financial products. We have extensive experience in dispute resolution procedures, such as litigation and financial ADR.

In addition, we actively support start-ups that provide modern financial services taking advantage of technology, i.e., FinTech, and businesses relating to crypto currency transactions.

## Labor

Dojima has attorneys with extensive experience and specialization in labor-related cases for both employer- and employee-sides, and caters to various labor issues.

### ① Labor-related cases for the employer side

Dojima has multiple attorneys who are active members of the Business Law Council (Keiei Hoso Kaigi), and handle a wide range of cases, including consultations for daily labor issues as a matter of course, as well as consultations regarding the preparation and/or review of work regulations and other rules, consultations relating to the modification of internal personnel systems, providing a project member to investigate company-wide labor issues, the examination of facts relating to sexual/power harassment issues, and labor DD in M&A cases. We frequently conduct external seminars, and corporate seminars at our clients' sites, with the topic of harassment, and other labor issues.

Further, we have extensive experience in not just dispute resolution procedures through court such as litigation and labor tribunal decisions, but also mediation by the Labor Bureau, and collective bargaining with labor unions.

### ② Labor-related cases for the employee side

Dojima has handled numerous cases involving negotiation and litigation from the employee side, such as dismissals, harassment claims, and claims for unpaid overtime pay. Further, we support employee-side clients who have suffered damage in work-related accidents. We have attorneys who serve as legal advisors for large labor unions, and who provide legal support to labor unions.

## International Cases

Dojima started the full-scale handling of international cases in 1995. Our attorneys who have studied abroad (the U.S., China, or Southeast Asia) and/or are licensed to practice in the State of New York, handle cases directly in English or Chinese. They have extensive experience in both international cases of Japanese companies (outbound) and domestic cases of foreign-affiliated companies in Japan (inbound).

### Meticulous support for global expansion

Surveys are a necessary step for a Japanese company to expand its business overseas, regarding developing schemes, and other various matters such as restrictions on foreign investments in the relevant country, whether a license is required, and whether any right is infringed taking into account resemblance to registered trademarks. Our attorneys in the international division can promptly form a team to handle any cases where such compliance check requires a survey or report by attorneys in the relevant country, based on their experience in the processing of international cases on a daily basis through close communication with overseas law firms of other countries. In addition, we support the creation of internal report desks at subsidiaries that have been established through expansion into other countries. For detecting any fraud risk at an early stage within any overseas subsidiary, we will propose the most efficient method and/or internal rules in consideration of local laws and regulations, including data transfer restrictions in the relevant country to help reinforce compliance practices within and outside Japan.

### Reduction of risk in overseas transactions

For a Japanese company to conduct transactions with an overseas company, it will not just have a language barrier, but also require careful consideration of contracts including dispute resolution clauses, looking at the governing law and enforcement. We have proven expertise in handling international dispute resolution cases as well. We have acted on behalf of the Japan Commercial Arbitration Association (JCAA) and U.S. arbitration procedures, and been involved in litigation proceedings in numerous jurisdictions, including the U.S. (cases involving procedures of trial by jury), and handled a number of litigation/dispute cases in Japan in which a foreign-affiliated company or a foreign individual is a party. Drafting/reviewing and giving advice on agreements, backed by the experience in handling many such disputes is another area of our expertise.

### Cross-border M&A

In terms of international M&A, we have reviewed contracts and/or conducted legal DD in local areas in cooperation with overseas law firms when a Japanese company is to acquire an overseas company, and we have often conducted legal DD for the Japan side when an overseas company is to acquire a Japanese company. In the latter case, in implementing the acquisition, the procedures required by the Companies Act of Japan (in some cases, competition law such as antitrust law may be related) would need to be considered for advice. This corporate field is one of our strongest specialties, as mentioned above, and we can provide appropriate advice based on our practice.

### Support for foreign companies to expand into Japan

We handle the expansion of foreign companies into Japan, which is an increasing trend recently. Another strong area of our practice is checking for compliance with Japanese laws, permits and approvals, and to survey and report regarding laws and regulations, in developing schemes at the time of expansion. For any business that will require registration, visa acquisition, and the opening of bank accounts, when an overseas company is to establish a company in Japan, we provide one-stop services through cooperation with affiliated administrative scriveners and judicial scriveners who can communicate in the necessary foreign languages. After a company is established, attorneys acting as the company's lawyer will directly communicate in English or Chinese, including contract reviews, labor-related consultations, client problems, debt collection, and other issues.

## Litigation/Mediation/International Arbitration

Since its establishment, Dojima has contributed to our clients in realizing legitimate rights in a number of litigation cases, by careful consideration of evidence, accurate understanding of facts through detailed hearing, structuring/developing of assertions/proofs rooted in deep understanding of laws and regulations/judicial precedent and doctrine, powerful oral argument/document preparation skills, and questioning skills earned through the efforts of extensive training and practice.

Our attorneys are constantly honing their advocacy and research skills as the basis of their legal services in order to familiarize themselves with litigation, mediation, international arbitration, and other dispute resolution procedures. Furthermore, we have attorneys who have experience as court mediators/mediation members, arbitrators for commercial arbitrations by the Japan Commercial Arbitration Association, and mediators for the bar association's ADR center, who propose the effective use of mediation/ADR on a case-by-case basis.





## Real Estate

Dojima provides comprehensive legal advice to real estate developers, real estate brokers, construction contractors, and other clients regarding real estate sale/purchases, leases, construction, management, and other matters. We provide legal services not just to the clients mentioned above but also to general businesses and individuals regarding real estate sales/purchases and leases, boundary issues, solar-power generation, condominium-related issues, issues relating to payment for and defects (contract non-conformity) of construction work, issues relating to land readjustment projects/urban redevelopment projects, neighborhood issues (complaints relating to sunlight and other regulations), various problems involving real estate transactions, developing transaction schemes, preparing agreements, consultations/negotiations with related parties, the process of applying for mediation/litigation and other disputes, and other related issues.

## Intellectual Property (Patent rights, and other Industrial rights/ copyrights/Unfair Competition Prevention Act, etc.)

Dojima has handled infringement litigation cases and trials relating to intellectual property rights such as patent rights, trademark rights, and copyrights, and represented clients in Unfair Competition Prevention Act-related disputes relating to display and form of products, and trade secrets. Furthermore, we have expertise with disputes surrounding know-how not protected under intellectual property laws. We also prepare/review license agreements relating to technology, brands, and copyrights, and other contracts such as joint development agreements.

In dealing with disputes or preparing/reviewing contracts/agreements, we flexibly cooperate as necessary with patent attorneys who have high-level expertise in the relevant technology or design to achieve maximum success.

Furthermore, we handle a number of intellectual property-related matters, such as providing advice on structuring a system for managing information including trade secrets to ensure sustainability of corporate activities.

Our knowledge includes the Act against Unjustifiable Premiums and Misleading Representations, which we use to review advertisements/promotions, and premiums/representations mainly in B-to-C business.

## Personal Information Protection/Information Law

From the very beginning of the enactment of the five laws relating to personal information protection, including the Act on the Protection of Personal Information of 2003 (Heisei 15) ("Personal Information Protection Act"), we have proceeded while always considering the content of the system, and with each of our members making efforts to continuously improve their expertise such as by obtaining "Personal Information Protection Specialist" or other recognized private qualifications, and have provided our clients with advice on, and trainings for, putting in place a system for complying with the Personal Information Protection Act.

We also provide early-stage consultations as a part of structuring a compliance system regarding structure/operation of an information security system including trade secret management system under the Unfair Competition Prevention Act.

Companies these days are required to promote digital transformation (DX), or convert business quality through active use of information/data. We have attorneys who are knowledgeable about data processing technology including properties/AI of such data business and other members with unique experience involving data business development. We make maximum use of such knowledge/experience, to provide more practical legal services to companies who promote DX.

## Competition Laws

The field of competition law has seen stricter regulations, more specialization, and reinforced law enforcement by the Fair Trade Commission. With the increase in demand for M&A and business succession, domestic and international business combinations tend to happen more frequently, and response to business combination reviews is much more needed. Under such backdrop, our lead attorney has 20 years of practical experience at the Fair Trade Commission and we make use of such practical experience at the authorities. Dojima provides legal advice on the Anti-Monopoly Act, Unfair Competition Prevention Act, Act against Delay in Payment of Subcontract Proceeds, etc. to Subcontractors, and other laws regarding ordinary corporate activities, and handles broader issues including responses to authorities during business combination examinations, consultations at the time of new business, implementation of internal trainings that incorporate the latest amendments of laws and latest trends in practice.

Based on the experience, knowledge, and expertise of one of our attorneys, who was involved in trials and served as a trial examiner, we further handle investigations by authorities and related litigation, etc.

## Medical/Nursing Care/Pharmaceutical

We actively work on complicated medical malpractice cases, putting first our understanding of the feelings of the patients who suffered serious physical and mental damage, and their family members. We have introduced medical journals, provided medical precedent commentary, and other professional journals, and make efforts to continuously improve ourselves through learning medical expertise, including a system that allows consultation with a physician. We further consider the patient's relief system (such as obstetric care compensation system and relief system for sufferers from adverse drug reactions) depending on the medical department and on whether the relevant medical institution has negligence.

One of our attorneys, who is specialized in nursing care and disability welfare, takes leadership in supporting both business operators and users of nursing care welfare services.

In addition, in the past, we have provided a wide range of services to clients such as trading companies, drug manufacturers, and pharmacies, including consultations relating to the "Act on Securing Quality, Efficacy and Safety of Products Including Pharmaceuticals and Medical Devices" or "Pharmaceutical and Medical Device Act" for pharmaceuticals, quasi-pharmaceutical products, cosmetics, medical devices, etc., and handling issues relating to permits and approvals/filings, advertising regulations, and compliance issues. Our services include not just handling of ex post facto legal issues but also preventative advice and instructions on measures to prevent potential problems.

We also provide advice on M&A and organizational restructuring in the medical industry, taking advantage of Pharmaceutical and Medical Device Act-related knowledge and extensive experience.

## Legal Affairs for Start-ups

Dojima provides legal support at all stages for start-ups, including financial arrangements, POC/implementation of services in the production environment, partnering with large corporations, M&As, and IPOs. Some of our attorneys have been seconded to a global start-up, to provide prompt global support in an environment with a start-up mindset and with knowledge of cutting-edge technology.

Recently, more and more corporations actively use advanced start-up strategies including those seen overseas. We have an extensive track record of providing support for corporate-start-up collaboration, as well as legal support relating to strategic investment in start-ups/VCS including those in Silicon Valley, and proposals for start-up buyouts. Based on such experience, we are able to provide appropriate advice.

## Crisis Management/Compliance

Dojima has expertise and extensive experience in legal issues of crisis management. Founded on that, we provide legal services relating to corporate responses to crisis, including investigations by third-party committees, independent investigation committees, and other external organizations, support for internal investigations, the handling of supervisory authorities and other government offices, handling of media, responses to stock exchanges and shareholders, etc., and responses to examinations by investigation agencies and criminal cases.

Other legal services we provide relate to the structure and operation of a compliance system from the perspective of preemptive legal affairs for preventing the occurrence of misconducts and other crisis and carrying out corporate activities in compliance with laws and regulations, including advice on the operation of a system for checking whether corporate management activities are lawful, advice on structuring an internal control system, advice on putting in place an internal reporting system that is to be used also by subsidiaries within and outside Japan. Furthermore, we accept contracts for acting as an external reporting desk, developing internal manuals, implementing seminars and other internal trainings/education.



## Awards

### Our attorneys are consistently selected as “Best Lawyers in Japan” in the corporate legal affairs, bankruptcy, and criminal fields

This rating is the result of our extensive experience of over 60 years, and our contribution to our clients within and outside Japan – an indication of a professional group that has served leading companies and can provide right-to-the-point advice even on complicated legal issues.

We will continue to provide best-in-class legal services to our clients, taking advantage of our high-level expertise and track record.



## Public Office History

### Over our 60-year history since our establishment, we have had our members serve in the following capacities as public officials in the Japan Federation of Bar Associations or Osaka Bar Association

- Japan Federation of Bar Associations, Vice President
- Osaka Bar Association, President
- Osaka Bar Association, Vice President

Dojima, as part of its public interest activities, has also made numerous contributions to the Bar Association, and has also carried out a number of public interest activities for the public through committees within the Bar Association, as well as advocacy.

## Affiliated Law Firm/Accounting Firm Locations, etc.



## Affiliated Networks: World Link for Law (WLL), etc.

In 2021, Dojima successfully joined WLL after a strict review. WLL is a law firm network with members all over the world. Through this network, Japan-related cases are often referred to us from overseas firms. Taking advantage of this network, we support outbound cases and debt collections for Japanese companies. Our partners play active roles as webinar lecturers (in charge of Japanese law) of this network.

In addition, a partner in the international division serves as an At-Large Council member of the Inter-Pacific Bar Association ("IPBA"), and has participated in annual conventions of the association held in each country. Through such active international exchanges, the network is growing every day.

## Books, etc.

In Japan, each of our attorneys has written a number of papers and books in various fields, such as corporate legal affairs and insolvency law. In the international field as well, our attorneys have published books, and/or written papers relating to corporate governance in Southeast Asia and the practice of Chinese law.

# Office Locations

Office

## Osaka Office

Irisho-Yagi Building (reception: 3F)  
2-3-9 Kitahama, Chuo-ku, Osaka  
541-0041

TEL : 06-6201-0361

FAX : 06-6201-0362



Google MAP



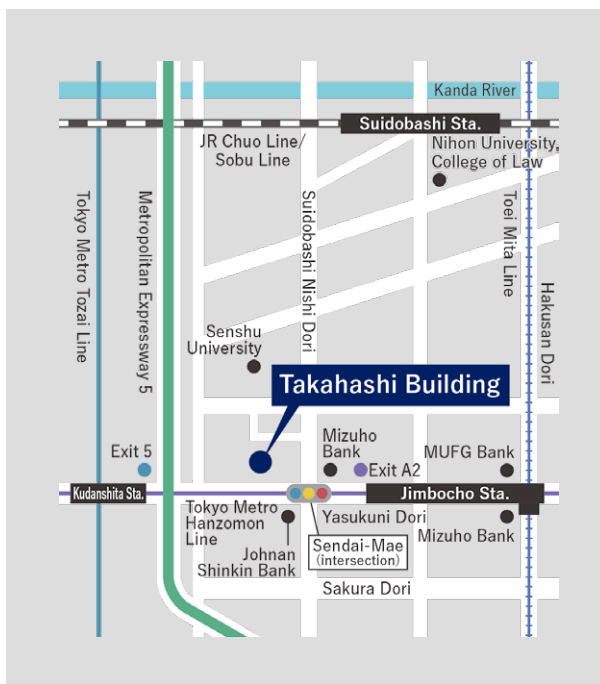
- 1-minute walk from Keihan Main Line/Osaka Metro Sakaisuji Line, KITAHAMA STATION, Exit 2

## Tokyo Office

Takahashi Building (reception: 8F)  
3-2 Kanda-Jimbocho, Chiyoda-ku, Tokyo  
101-0051

TEL : 03-6272-6847

FAX : 03-6272-6848



Google MAP



- 2-minute walk from Tokyo Metro Hanzomon Line/Toei Shinjuku Line/Toei Mita Line, JIMBOCHO STATION, Exit 2, Walk west on the Yasukuni Dori
- 4-minute walk from Tokyo Metro Tozai Line, KUDANSHITA STATION, Exit 5, Walk east on the Yasukuni Dori
- 8-minute walk from JR Sobu Line, SUIDOBASHI STATION, West Exit, Walk south on the Suidobashi Nishi Dori

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