

Opened in 1987, Skadden's Tokyo office was the first international office of the firm. We operate as a *gaikokuho kyodo jigyo* (foreign law joint enterprise) with *bengoshi* who are licensed to practice law and appear in Japanese courts.

Skadden has extensive experience representing a broad spectrum of Japanese, U.S. and other international clients in highly diverse and complex cross-border transactions involving global markets. These transactions include: mergers, acquisitions and joint ventures; capital markets and structured finance transactions; and real estate acquisitions, joint ventures, and debt and equity financings. We also assist clients in restructurings and in the formation of investment funds.

Skadden ranked as a Tier 1 firm for M&A in Japan by *The Legal 500 2018* and *Asian Legal Business* from 2015-17. We ranked second in Japan telecommunications announced M&A in 2018 according to Thomson Reuters league tables. We were awarded 2017 M&A Deal of the Year and Debt Deal of the Year for our representations of Endurance Specialty Holdings Ltd. in its acquisition by SOMPO Holdings, Inc. and the Japan Bank for International Cooperation's offering of government-guaranteed bonds, respectively, by *Asia Business Law Journal*. We received awards for Japan Deal of the Year, M&A Deal of the Year and TMT Deal of the Year at the 2016 *Asian Legal Business* Japan Law Awards for our representation of Nikkei in its acquisition of The Financial Times Group.

Mergers, Acquisitions and Joint Ventures

Building on the firm's historical strength as one of the world's leading M&A firms, we have been engaged in structuring and negotiating a wide variety of public and private mergers, acquisitions and joint ventures involving Japanese entities in the United States, Japan and other parts of the world.

Capital Markets and Structured Finance

Attorneys in Skadden's Tokyo office represent investment banks and Japanese and non-Japanese issuers in a variety of public and private finance transactions, including securities offerings under Rule 144A and Regulation S, global share offerings, convertible and exchangeable securities offerings, American Depositary Receipt transactions, debt offerings, hybrid securities offerings, medium-term note programs, and listings on the New York Stock Exchange and Nasdaq. We also represent Japanese banks, as well as Japanese and foreign investment banks and other originators and issuers, in the securitization of yen- and dollar-denominated assets, including commercial loans, automobile loans and longer-term assets, such as real estate located in the United States and Japan.

Investment Funds

We have participated in the creation of various investment funds and private equity vehicles seeking to invest in Japanese companies, real estate-related investments and distressed debt. We also provide guidance on fund structuring, licensing and regulatory matters to offshore fund managers seeking to offer funds in Japan. Our international presence and knowledge of complex securities laws, local regulatory laws and international tax matters also positions us to handle investment fund transactions.

Corporate Restructuring

A major aspect of corporate restructuring and reorganization in Japan today is the focus on internal corporate restructurings, including spin-offs, divestitures and other techniques for refocusing value. In addition, we advise companies in Chapter 11 proceedings as well as financial institutions as creditors in workouts and other bankruptcy-related situations.