



Partner

## Takuro Yamaguchi

Tokyo Bar Association, Japan Federation of Bar Associations (2005)  
New York (2013)  
Location  
Tokyo Office

## Practice Areas

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### Corporate and M&A

General Corporate Practice / Corporate Litigations, Disputes and D&O Liabilities / M&A, Reorganization, and Business Alliance / Private Equity / Corporate Governance/Shareholders Meeting / Venture and Startup Support / General Corporate Practice / General Corporate Practice / General Corporate Practice / General Corporate Practice / General Corporate Practice / General Corporate Practice

### Risk Management & Compliance

Corporate Investigation / Global Compliance

### Competition and Antitrust/Consumer Protection

Government Investigations / Competition/Consumer Protection Litigation / Merger Control / Government Investigations / Competition/Consumer Protection Compliance

### Dispute Resolution

Corporate Litigations, Disputes and D&O Liabilities / Competition/Consumer Protection Litigation / Labor Disputes and Proceedings / International Dispute Resolution

### Employment Law

Employment Consulting / Labor Disputes and Proceedings

### International Practice

International Commercial Contracts / International Dispute Resolution / North America

### Industries

Real Estate

### Life Science, Pharmaceutical and Healthcare

M&A

## Education & Professional Experience

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2003  
Tohoku University (LL.B.)

2012  
University of Southern California Law School (LL.M.)

2012-2013  
Winston & Strawn LLP (New York, London)

## Publications

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|------------|---|
| 2026.05.08 | Japan: A Corporate/M&A: Domestic Overview   |
| 2026.04.03 | Commentary on the Financial Instruments and Exchange Act [Revised Second Edition] [Volume 1] Definitions and Disclosure Regulation  |
| 2025.12    | Business Transfer Practices – 2nd Edition   |
| 2025.10.09 | JAPAN: An Introduction to Corporate/M&A: Domestic   |
| 2025.06.23 | Lexology In-House View : Transaction Structures for Public Company M&A in Japan   |
| 2024.05.08 | Lexology In-House View : Transaction Structures for Public Company M&A in Japan   |
| 2022.12.16 | JAPAN: An Introduction to Corporate/M&A: Domestic   |
| 2022.03    | Business Revitalization and Corporate Bankruptcy from the Perspective of Financial Institutions   |
| 2022.01.25 | Company and Foreign Investment and M&A Law Guide 2022 Jurisdiction:Japan  |
| 2021.12.16 | JAPAN: An Introduction to Corporate/M&A: Domestic   |
| 2021.10.08 | Points to Keep in Mind regarding the Revised Corporate Governance Code  |
| 2021.10    | Revised Corporate Governance Code   |
| 2021.07.30 | Explanation of the Main Points: Revised Industrial Competitiveness Enhancement Act (2) - Focus on Venture Support, Business Restructuring and Business Rehabilitation                     |
| 2021.07.28 | Explanation of the Main Points: Revised Industrial Competitiveness Enhancement Act (1) - Focus on Regulatory Reform and Virtual-only General Meetings of Shareholders                     |
| 2021.05.07 | Key Points for Preparing Minutes for General Meetings of Shareholders during the COVID-19 Pandemic - From the Basics of Practice to Dealing with Virtual General Meetings of Shareholders |
| 2021.04.09 | Commentary on the Financial Instruments and Exchange Act [Revised Edition] [Volume 1] Definitions and Disclosure Regulation   |
| 2020.12.24 | M&A Law Guide 2021 Jurisdiction:Japan   |
| 2020.09    | Doing Business in Asia Pacific - IBA Asia Pacific Regional Forum, September 2020  |
| 2020.07.25 | Role and Powers of Audit & Supervisory Board Members, Introductory Law Course for New Audit & Supervisory Board Members &Series 2&gt;   |
| 2020.06.12 | 【Special Series on COVID-19: Companies Act (3)】 Shareholders' Meetings in 2020 – Measures against the Novel Coronavirus Disease (COVID-19) on the Day of the Shareholders' Meeting        |
| 2020.06.09 | 【Special Series on COVID-19: Companies Act (2)】 Shareholders' Meetings in 2020 – Measures against the Novel Coronavirus Disease (COVID-19) before the Day of the Shareholders' Meeting    |
| 2020.04.21 | Integrating ESG Elements into “ Stewardship Responsibilities ”<br>Outline of Revised Stewardship Code and Corporate Responses Thereto   |
| 2019.11.26 | M&A Law Guide 2020 Jurisdiction:Japan   |
| 2019.07    | To Operate a Business Properly - A Review of the Key Points of the Anti-Monopoly Act  |
| 2018.09    | Business Transfer Practices – Everything about Legal, Labor, Accounting and Tax   |
| 2018.08.07 | Sample of a Manufacturing Agreement, and Points in Revising the Provisions in accordance with the Amended Civil Code  |
| 2018.02    | The Analysis on Annual General Meetings of Shareholders Held in 2017  |
| 2017.04    | Points to Note in Holding Ordinary General Meetings of Shareholders in June 2017  |
| 2016.12    | Derivative Actions, and Directors and Officers (D&O) Liability Insurance  |
| 2016.05    | Actual Circumstances of Workouts in Foreign Countries (Series 4) - Practice on Out-of-Court Arrangements for Liquidation in the Philippines   |

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| 2016.04    | A Compact Commentary on the Companies Act 3: Company Auditors, Audit Committee Members and Audit and Supervisory Committee Members |
| 2014.12    | Discussion of Practices Concerning the 2014 Amendment of the Companies Act   |
| 2014.12    | Practical Commentary on Revised Companies Act of 2014  |
| 2008.07.25 | Duty of Care and Duty of Loyalty of Directors (3/3) – Acquisition of Treasury Shares and Corporate Reorganization –                |
| 2008.07.15 | Duty of Care and Duty of Loyalty of Directors (2/3) – Internal Control System and Handling of Corporate Scandals –                 |
| 2008.07.05 | Duty of Care and Duty of Loyalty of Directors (1/3) – The Business Judgment Rule and Others –                                      |

## Seminars/Lectures

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| 2023.06.01 | <b>【Online Seminar】</b> Seminar on Legal Practices for Companies Expanding Their Business Abroad (2): M&A   |
| 2022.05.27 | <b>【Online Seminar】</b> Series of M&A Legal Practice Seminars (10): M&A of Listed Companies   |
| 2022.04.08 | <b>【Online Seminar】</b> Key Points on Annual General Meetings of Shareholders   |
| 2019.12.10 | Let's Catch Up in 90 Minutes! Basic English Agreements  |
| 2019.10.31 | Important Issues in Business Legal Affairs in View of Latest Developments - The Companies Act and M&A   |
| 2019.02.01 | [For Contractors and Subcontractors] How to Conclude System Development Contracts to Prevent Problems   |
| 2018.11.12 | [For Consignors and Parent Businesses] How to Conclude System Development Contracts to Prevent Problems and Violations of the Subcontracting Act                              |
| 2018.03.06 | <b>【Tokyo】</b> The Law on Clinical Research and Compliance  |
| 2018.02.28 | <b>【Tokyo】</b> The Law on Clinical Research and Compliance  |
| 2017.11.28 | Current Developments in U.S. Antitrust Laws and Cross-Border M&A ~ Consideration for Japanese Businesses: International Cartel Investigations · Litigation · M&A Activities ~ |
| 2017.04    | Latest Practices in Assessing Board of Directors (Nagoya)   |
| 2017.03    | Latest Practices in Assessing Board of Directors (Osaka)  |
| 2017.03    | Renovation on Director's Compensation and Annual Shareholder Meeting 2017   |
| 2017.01    | Latest Practices in Assessing Board of Directors (Tokyo)  |
| 2016.11.11 | Liabilities of Related Parties and Ways of Dealing with Problems concerning the Construction and Sale of Buildings  |
| 2016.07    | Seminar on the Use of Warranty & Indemnity Insurance in Cross-Border M&A Transactions - Including a Review from the Perspective of Insurance Companies                        |
| 2016.04    | Best Practices for Complying with the Corporate Governance Code - With a focus on the ordinary general meetings of shareholders to be held in 2016 -                          |
| 2015.08    | Seminar on the Corporate Governance Code "Best Practices for Complying With the Corporate Governance Code"  |
| 2014.11    | Main Issues concerning the Revised Companies Act 2014 - Focusing on Practical Issues  |
| 2014.11    | Seminars on the Guideline for Personal Guarantee Provided by Business Owners  |
| 2014.11    | Commentary on Revised Companies Act of 2014 - Practical Point of View   |
| 2014.07    | Lectures on Improvements in Subcontract Deals (Lectures on the Act against Delay in Payment of  |

2014.07

Lectures on the Act concerning Special Measures for Pass-On of Consumption Tax

## Awards

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Acclaimed as "Recommended Lawyers" in The Legal 500 Asia Pacific 2025 in the following practice area:

- Corporate and M&A

## Languages

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Japanese and English