



Hiroshi Sarumida

Partner

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Practice Areas

- M&A and Private Equity
- Restructuring
- Technology Companies Group
- Complex Litigation & Dispute Resolution
- Japan

Honors

- *Chambers Global*: Corporate/M&A (Foreign Expertise Japan), 2019
- *Chambers Global*: Corporate/M&A (Experts Based Abroad USA), 2019

Education

- LL.M., University of Wisconsin Law School, 1994, *graduate research fellow*
- M.A., University of Wisconsin, 1992, *Rotary Scholar*
- LL.B., Faculty of Law, Kyoto University, 1991

Hiroshi Sarumida is a partner in the Global Mergers & Acquisitions practice of Orrick's New York office, and also the U.S. Chair of the firm's Global Japan Transactional Practice.

Hiroshi has 25 years of experience advising on a broad range of corporate transactions, especially representing Japanese multinational corporations in matters involving cross-border mergers and acquisitions, international joint ventures, corporate restructuring transactions, international corporate finance transactions, U.S. and transnational litigations and other dispute matters, and crisis management. Hiroshi has been recognized in *Chambers* "Global Top Lawyers" in both "Corporate/M&A - USA (Foreign Expertise in Japan)" and "Corporate/M&A - Japan (Expertise Based Abroad)" categories.

Representative Engagements

Significant transactions where Hiroshi has advised include:

Advantest Corporation in an initially unsolicited, but subsequently agreed upon, \$1.1 billion acquisition of Verigy Ltd.

FRONTEO, Inc. in its JPY2.5 billion offshore issuance of bonds with stock acquisition rights

Furukawa Electric Co. Ltd. in its acquisition of SuperPower Inc. from the Philips Group

LINTEC Corporation in its \$375 million purchase of MACtac Americas LLC from Platinum Equity

Marubeni Corporation in its acquisition of Creekstone Farms Premium Beef, LLC

Nitto Denko Corporation in

- its acquisition of Avecia Biotechnology, Inc.;
- its acquisition of Altea Therapeutics Corporation;
- the sale of Aveva Drug Systems Inc. to Apotex Inc.;
- its acquisition of Girindus America, Inc.;
- its acquisition of Irvine Pharmaceutical Services, Inc. and Avrio Biopharmaceuticals, LLC;
- its acquisition of nolax Airbag AG from nolax Holding AG; and
- its agreement granting Bristol-Myers Squibb Company exclusive worldwide rights for the development and commercialization of Nitto's investigational siRNA molecules for an upfront payment

of \$100 million to Nitto with the rights to receive subsequent clinical and regulatory milestone payments, royalties, sales based milestone payments, as well as option exercise payments

NTT DOCOMO, INC.

- in its \$280M investment in Magic Leap, Inc. as part of a strategic partnership between the two companies;
- in its acquisition of a 26 percent stake in Tata Teleservices Limited via a \$2.7 billion strategic investment. This deal was awarded as a “Deal of the Year” by India Business Journal and by Asian-Counsel magazine; and
- in connection with the public auction of AT&T Wireless Services, Inc. (16 percent of which was owned by NTT DoCoMo) won by Cingular Wireless LLC for \$41 billion

Otsuka Pharmaceutical Co., Ltd. in:

- its \$3.5 billion acquisition of Avanir Pharmaceuticals, Inc.;
- its \$886 million acquisition of Astex Pharmaceuticals, Inc.; and
- in its acquisition of Neurovance, Inc. for \$100 million in upfront payments at closing, up to \$150 million in additional payments contingent on achievement of development and approval milestones, and future additional payments contingent on achievement of sales milestones

Shimizu Corporation in its U.S. investment

Sumitomo Mitsui Banking Corporation in its \$1.1 billion acquisition of Flagship Rail Services LLC

The owner and chef of “**Sushi of Gari**” the top-notch Manhattan restaurant chain, in its sale to a Japanese company

Toray Industries, Inc. in its \$584 million acquisition of Zoltek Companies, Inc.

Toyota Industries Corporation in its \$2 billion acquisition of the commercial finance business of Toyota Motor Credit Corporation

Hiroshi also has acted as a special U.S. counsel in many high-profile, Japanese, hostile takeover contests, and has advised Japanese clients on corporate defense measures and U.S. securities law ramifications for Japanese M&A activities.

Languages

- Japanese
- English

Admissions

- New York