

Law Statement of Purpose

As a legal officer with four-year professional experiences and a recipient of full- sponsorship from my employer, I am confident in gaining legal experiences that are essential to achieve my professional goals, and contributing to lively discussions in your LL.M. program.

I began to study law, affected by my father, the Dean of Law School, XXX University, and majored in international law. In the International Law Seminar by Professor XXX , I studied national security, human rights, anti-bribery and other international legal affairs. His teaching method was moot court, in which I was required to analyze cases that came to about 50 pages in English and extract legal issues from the cases before making an argument in the courtroom. As a consequence, I developed my skills in analyzing cases from legal aspects, which are essential to my present job. As an extracurricular activity, I volunteered in a rural area in Cambodia, and assisted the local people to cultivate agricultural lands and study English.

After the university graduation, among companies which I received job offers from, I decided to enter the largest steel trading company in Japan, Marubeni-Itochu Steel Inc. (MISI) with its 140 branches and affiliated companies all over the world. As a legal officer, I have dealt with M&A, litigation, anti-trust, corporate governance and other legal matters mainly in Japan and other Asian countries. Among many achievements I am proud of following cases.

I succeeded in conducting legal due diligence, drafting, reviewing and negotiating on share purchase agreements and joint venture agreements, submitting a pre-merger notification under the Chinese Anti-Monopoly Law (AML), and conducting the closing in the domestic M&A in which MISI purchased all shares of Yamabun Stainless Co., Ltd., a stainless steel processing company, in March 2017. The most difficult issue was to obtain an unconditional approval from China by the agreed closing date because our worldwide and Chinese turnover exceeded the notification thresholds under AML. I took an initiative to prepare the notification. I consulted interpretation of AML to 3 Chinese lawyers, discussed with 5 general managers the strategy for the prompt clearance, collected data from our accounting department and shareholders to submit to China, and drafted the notification form. As a result, this M&A was approved unconditionally by China. I learned the significance to lead legal professionals effectively and to explain complicated legal concepts to business professionals and shareholders.

I also succeeded in revising MISI's internal regulations and its subsidiaries' organizational structure before the reform act of Japanese Companies Act became effective on May 1, 2015, which was affected by the American system and included several changes in rules on corporate governance. A major difficulty was to analyze how the reform act, especially the change in qualifications of outside company auditor, would effect on 10 MISI's subsidiaries with board of company auditors, which shall have the half or more outside company auditors out of all members under Companies Act. As a result of analyzing the reform act and investigating profiles of 20 outside company auditors of our subsidiaries, I confirmed that all of them would be disqualified after the effective date of the reform act. I reported the results to our legal counsel and directors, and recommended that the subsidiaries bring outside experts, or that they abolish their board of company auditors, the latter of which MISI finally chose. Through this experience, I cultivated my abilities in both legal analysis and solution for practical issues of our business.

As my short-term professional goal, I plan to work for MISI's US subsidiary and its branch in Los Angeles, and assist cross-border M&A projects, as well as litigation and alternative dispute resolution (ADR). Following the experiences in US and return to MISI, Tokyo, my long-term goal is that, as the legal counsel in a MISI's overseas subsidiary, I will contribute to strengthening legal risk management in MISI's overseas business, which has been expanding to countries in Latin America, Southeast Asia and Africa these days.

Influenced by my experience of the volunteer work in Cambodia during my university days, I ultimately desire to work at the United Nations, the World Bank or its affiliate and assist developing nations to develop internationally competitive industries and expand legal services, benefiting from my legal experiences in steel industry, which is a basis of many industries in the global economy.

USC Gould, School of Law is my first choice among many prestigious law schools around the world. One of the major reasons for it is that I would like to earn the Transactional Law and Business Certificate collaborated between your LL.M. and Marshall School of Business, which will be helpful to achieve my professional goals without doubt. In particular, I aspire to take the course of Mergers & Acquisitions, where I look forward to learning about strategy, tax, finance, securities and evaluation considerations, and brushing up my knowledge of corporate and anti-trust law. I am also pleased to share my experience and knowledge with professors and students from both the School of Law and the Marshall Business of School.

Another strong motivation to study at your LL.M. is that I will be eligible to taking some courses of ADR, including the course of International Business Dispute Resolution. This course will be challenging for me, because, despite my success in settling some domestic litigations, I unfortunately lack of my experience in international dispute resolution, but this course can build up my skills in resolving cross-border legal disputes, which MISI has been increasingly involved in recent years. I feel certain that your course of ADR will give me a new strength as a legal professional.

What is more, I am excited to be able to participate in activities at the Center for Transactional Law and Business (CTLB), where I can absorb latest, interdisciplinary ideas on law and policy related to transactions, anti-trust, corporate governance, etc. by auditing discussions among academic experts, lawyers, leading business professionals and policy makers. I will never experience such brilliant center outside your LL.M. I also look forward to joining Business Law Advisor (BLA), where I cannot only improve my skills in providing practical advice on actual business issues but network with your diverse and multicultural students.

Finally, I participated in USC Global Conference, Tokyo, Japan on September 22, 2017, and several alumni of your LLM, including [Mr.A] and [Ms.B] have recommended that I apply to the school to realize my professional goals.

Should I be granted the enrollment of your law school, I would be able to deepen my understanding of US laws and regulations regarding M&A as well as litigation and ADR from practical viewpoints through your Transactional Law and Business Certificate and extracurricular activities at CTLB and BLA, and to take the first step to realize my career ambitions.

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