



## Toshiyuki Yoshida

### Partner

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### OVERVIEW

Toshi Yoshida is a partner in the firm's New York office, where he is a member of the Energy, Infrastructure, and Resources practice group. Over the years he has advised on high profile global energy projects and cross-border M&A transactions. His recent focus is to work on projects that contribute to the reduction of carbon emissions.

Toshi has been involved in global energy projects in various regions across the globe for more than three decades. He has particular skills in structuring and implementing complicated cross-border energy and infrastructure projects. His profound knowledge and understanding of energy projects arises out of his previous tenure serving at the board of international energy companies in Japan and Australia. His recent representations and focus areas of practice include: renewables (solar/wind/battery storage), hydrogen, ammonia, carbon capture and sequestration, liquefied natural gas (LNG), oil & gas/shale gas with geographic focus on the U.S. and Asia-Pacific region.

In addition to energy and infrastructure projects, he has advised clients in various industry sectors for their corporate and investment matters in the U.S. such as M&A, joint venture and various commercial arrangements including advice on CFIUS and HSR clearance, corporate governance and compliance issues.

### PROFESSIONAL BACKGROUND

Prior to joining the firm, Toshi was a partner in the Houston and New York offices of a global law firm. Prior to joining private practice, he worked for a major Japanese trading company with various managerial roles including assignment in Singapore and Australia.

### PROFESSIONAL / CIVIC ACTIVITIES

- Energy Bar Association
- Asian Bar Association of New York
- American Bar Association
- New York State Bar Association

## SPEAKING ENGAGEMENTS

- Panelist, "Hydrogen Regulations and Bankability: Costs, Risks and Offtake Agreements," K&L Gates LLP, Wood Mackenzie and Japan Institute for Overseas Investment's Route to Zero Emission: Opportunities in the Evolving Power Markets Seminar, Tokyo, September 2023
- Presentation at MPEMR/JICA/IEEJ 3rd Stakeholder Meeting on Integrated Energy and Power Master Plan, Dhaka, Bangladesh, December 2022
- Presentation at MPEMR/JICA/IEEJ 2nd Stakeholder Meeting on Integrated Energy and Power Master Plan, Dhaka, Bangladesh, July 2022
- Presentation at Asian LNG Workshop hosted by METI in Washington DC, July 30, 2019
- Chairman, Platts 17th Annual Liquefied Natural Gas Conference, February 12-13, 2018
- Mexican Energy Reform Seminar – Japan External Trade Organization, June 6, 2014
- Myanmar Energy Investment Conference – Ministry of Electricity and Energy, The Republic of the Union of Myanmar, Yangon, 2013
- Shale Gas and the Role of Foreign Investors, Energy M&A Forum, Houston, 2011
- The 2nd Annual Unconventional Hydrocarbons Summit, Beijing, 2011 – Chairman and Keynote Speaker "Shale Gas in the US – Lessons Learned"
- Brazil Investment Seminar – Japan External Trade Organization, New York, 2010

## EDUCATION

- LL.B., Waseda University
- LL.M., University of Pennsylvania Law School

## ADMISSIONS

- Bar of New York

## LANGUAGES

- Japanese

## OTHER PUBLICATIONS

- "Recent Market on Legal Issues relevant to Mergers and Acquisitions in the U.S. (Key Negotiation Strategy for Japanese Corporations as an Acquirer)," Journal of the Japanese Institute of International Business Law, March 2017

- “Asian Investors' E&P Assets Buying Spree Slows,” E&P, May 17, 2016
- “Asia Has Mixed Interest in Oil, Gas Investment,” ICIS News, May 17, 2016
- “Toshi Yoshida Represented Metawater Co., Ltd. in Japan for its Acquisition of Aqua- Aerobic Systems, Inc.,” October 28, 2015
- “LNG, Gas Producers Keep Eyes On Asia,” E&P, May 14, 2015
- “Key Legal Issues Relevant to Shale Gas Asset Acquisitions in the US by Japanese Corporations,” Journal of the Japanese Institute of International Business Law, February 2015
- “JVC KENWOOD Corporation on acquisition of EF Johnson Technologies, Inc.,” February 6, 2014
- “Shale Grab in US Stalls as Falling Values Repel Buyers,” Bloomberg, August 18, 2013
- “LNG a global game,” Edmonton Journal, October 6, 2012
- “Observers: US LNG Exporters Have Uncertain World to Explore,” SNL Daily Gas Report, October 3, 2012
- “Japan eyes US LNG to help meet post-Fukushima demand,” Gas Business Briefing, September 28, 2012
- “Shale gas threatens demand for new LNG export projects,” Interfax Global Natural Gas Daily, September 26, 2012
- “Future Chinese LNG demand uncertain: speaker,” Platts LNG Daily, September 26, 2012
- “Gas Generation Shift Still Questionable,” Power Engineering, June 2012
- “Japan likely buyer for US LNG exports,” Oil & Gas Journal, May 25, 2012
- “Asian Firms Eye U.S. Refineries to Dismantle, Export,” Wall Street Journal Online, October 3, 2011
- “Vietnam: Exploring climate for investment in energy projects,” Infrastructure Journal, September 7, 2011
- “Investment fervor continues for US, Canadian shale gas plays,” Oil & Gas Financial Journal, February 27, 2011

## NEWS & EVENTS

- 17 August 2020, K&L Gates Advises Tokyo Gas America on Two Acquisitions
- 2 October 2017, K&L Gates Further Strengthens Energy, Infrastructure and Resources Practice Area with New York Partner Addition

## AREAS OF FOCUS

- Oil and Gas
- Liquefied Natural Gas

- Offshore Wind Energy
- Power
- Water and Wastewater

## INDUSTRIES

- Energy
- Power Generation and Transmission

## REPRESENTATIVE EXPERIENCE

- Assist a Japanese client for the sale process of a power project in the U.S.

### LNG/Oil & Gas/Power/Energy and Infrastructure

- Represented a Japanese governmental institution for the development of LNG import terminals in Bangladesh
- Represented a Japanese governmental institution for the development of methane hydrate test production in Alaska.
- Represented a Japanese company for the refinancing of its invested oil & gas company in the U.S.
- Represented a Japanese company in the acquisition of shale gas assets in Texas and Louisiana
- Represented a global energy company in the acquisition of shares in an LNG project in West Africa.
- Advised a global energy company on host government contract dispute matters regarding upstream and LNG development in Africa
- Represented a global energy company in the negotiation of a planned LNG joint marketing and trading company with a host government in Africa
- Advising international clients on various corporate and regulatory matters relevant to their LNG export projects in the U.S.
- Represented Petrobras, the Brazilian national oil company, in the acquisition of Nansei Sekiyu oil refinery in Okinawa, Japan.
- Advised Petrobras in various post acquisition operational matters of Nansei Sekiyu.
- Represented a global energy company in the acquisition of \$1.4 billion Marcellus shale gas asset.
- Represented a global energy company in the acquisition of Marcellus shale gas asset with the value of several hundred million dollars.
- Represented a global energy company in the acquisition of Niobrara shale gas asset.
- Advised a global energy company on environmental matters associated with Burnett shale gas development.

- Advised a global energy company on environmental matters at the state and federal levels associated with fracturing operations.
- Advised a multinational utility company on due diligence matters in attempted shale gas asset acquisitions in Texas and Oklahoma.
- Advised a multinational utility company on JOA dispute matters regarding shale gas production in Texas.
- Advised a global oil & gas company on JOA and host government contract dispute matters in Ecuador.
- Advised a global oil & gas company on E&P service agreement matters in Mexico.
- Advised a global energy company on an attempted oil & gas upstream asset acquisition in Turkey.
- Advised a global oil & gas company on due diligence matters in an attempted asset acquisition in Vietnam.

### **Power/Renewables**

- Assist foreign investors for preliminary study of power/renewables asset acquisitions in the U.S.
- Represented a Japanese utility company in the acquisition of 500MW solar project acquisition in Texas
- Represented a Japanese utility company in the sale of equity interest to tax equity investors
- Represented a Japanese client for a dispute matter with regard to its power project investment in PJM

### **Mergers & Acquisitions (General Industry Sectors)**

- Represented a Japanese company in the share subscription and financing of a US energy technology company
- Represented a Japanese electronics company in the acquisition of a radio phone company in Texas.
- Represented a Japanese water treatment and technology company in the acquisition of a water treatment company in Illinois.
- Represented a Japanese client in the acquisition of auto parts manufacturing facilities in the United States.
- Represented Japanese institutional investors in the acquisition of glass sheet manufacturing business in the United States.
- Represented a U.S. client in the sale of a chemical sheet manufacturing company to a Japanese chemical engineering company.
- Advised a global energy client on its attempted chemical company acquisition in Texas.
- Advised a foreign chemical company on regulatory and environmental permit issues in Texas.

### **Corporate**

- Advised a Japanese client commodity trading regulatory reporting issues
- Advised a Japanese client on delegation of authority matters to its US subsidiaries in compliance with J-SOX.

- Advising Japanese clients on various corporate and compliance matters relevant to their operations in the United States.
- Advised a Japanese trust bank on U.S. security regulation matters in conjunction with issuance of JDR by a US company.
- Advised a Japanese mega bank on oil & gas asset back financing matters in Texas.
- Advised Japanese clients for the reorganization of their subsidiaries in the United States.
- Advised a Japanese client on capital injection matters to its US subsidiaries.
- Advised Japanese clients on various employment matters including disputes at their US subsidiaries.