

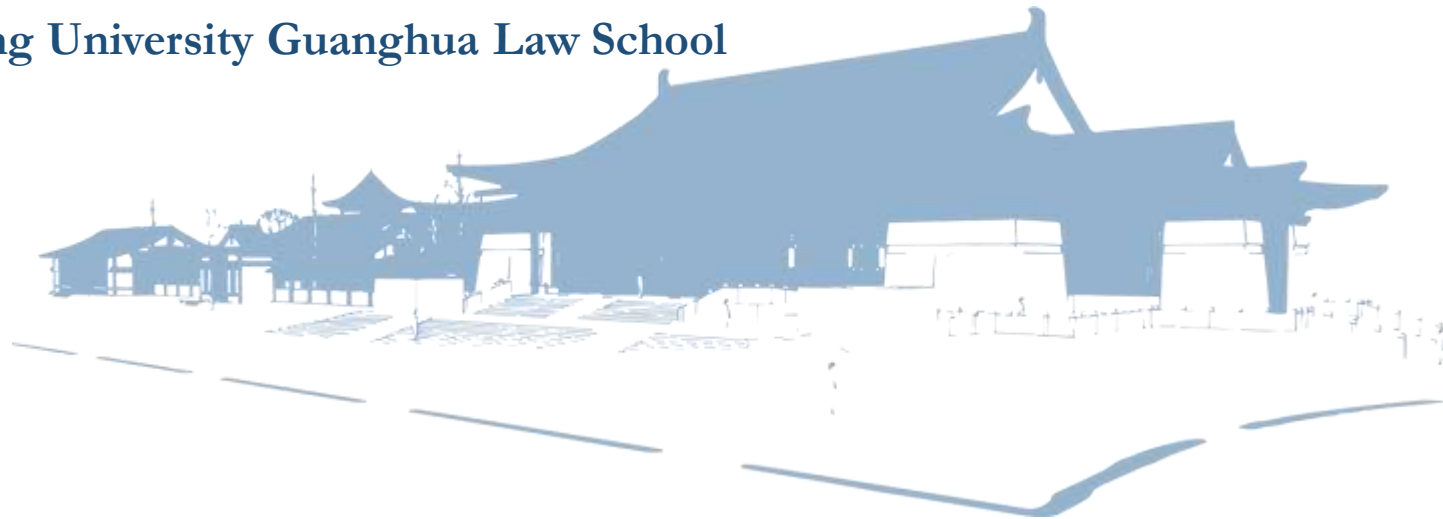


Sailing the Uncharted Seas: Japan's M&A Approach and Its Implications for Global Business

A Commentary on “Beyond Anglo-Saxon Models” by Professor Iida

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Key Takeaways from the Paper

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Japan's Approach in Comparative Perspective

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Reflections from China's Experience

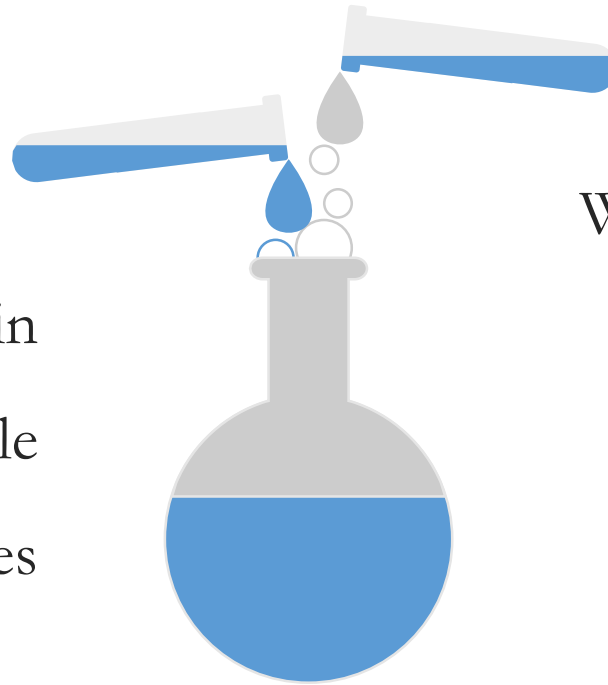
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Questions for Future Research

Key Takeaways from the Paper

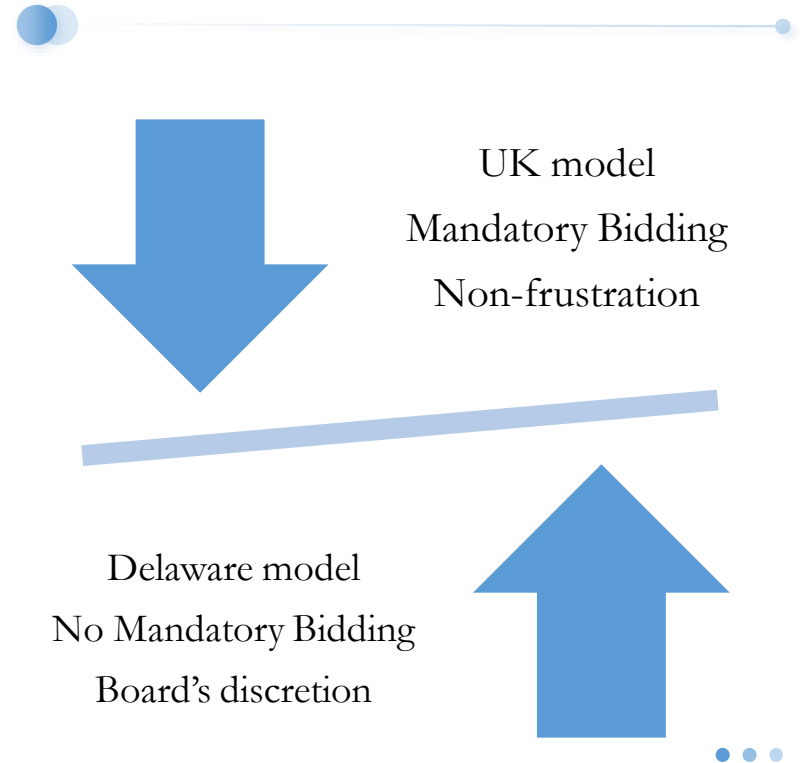
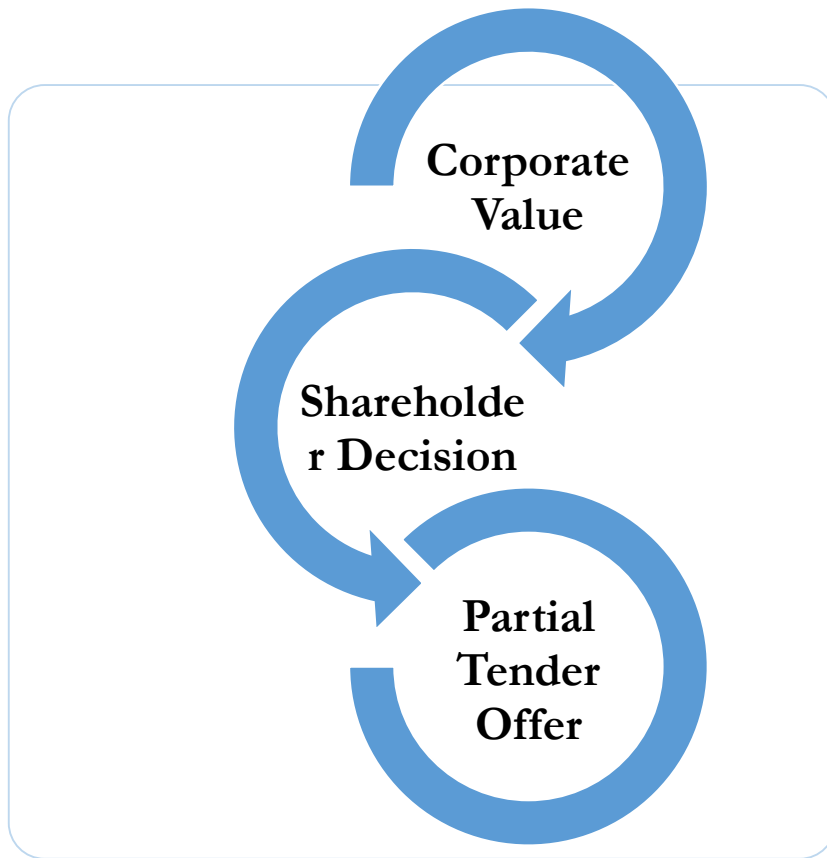
The Standard in
reviewing hostile
takeover and defenses



Who makes the decision?

In what case?

Japan's Approach in Comparative Perspective



- **Key features of China's hostile takeover market**
 - Illusory mandatory bidding rule
 - Only applies to acquisition of control in secondary-market
 - Partial offer ($> 5\%$) allowed
 - Broad Exemption
 - Rigid “non-frustration” rule
 - Shareholder-centric in decision-making
 - no room for “shark-appellant”
 - Intensive regulation on defensive measures
 - no room for poison pill: Any new issuance is subject to CSRC registration (“approval”)
 - **Concentrated ownership: lots of hostile bids have in companies with a controlling shareholder**
 - **Hostile takeover is more likely transfer of private-benefits control: from one controller to another**

- **Questions raised by Professor Iida's findings**
 - on the empirical study
 - on the comparative study
- **Potential areas for further investigation**
 - Formation of Japan's approach
 - Impact of Japan's approach on long-term corporate performance and sustainability
- **Linking to broader debates in the field**
 - Who is the unique one, Delaware or Japan?



Thank you for Listening!