



Company Profile

February 2018

Background



GIM Legal is a legal and regulatory advisory company (the “**Company**”) operating in the financial services, real estate investments and capital markets sectors capable to ensure, at the same time, the full professional realization of the persons participating in the project (the “**professionals**”).

The Company’s professionals are business lawyers and chartered accountants with relevant local and international professional experience.

Company's Mission



As part of our mission, the Company is foreseen to be acknowledged, within a five-year term, among the most innovative and excellent law firms operating in Italy.

The Company's "polar star" for the achievement of its mission consists in the development of technical skill and in maximum valorisation of human resources focusing on clients' service by providing quality and added value to their business.



The Company's Business Model entails:

- strong specialization in advising on financial markets and real estate matters in favour of clients predominantly operating in the financial services and real estate industries;
- large use of technology;
- significant development of the professionals' technical skills and know-how in the Company's reference sectors.

Strenghts



The Company's strong points may be summarized as follows:

- organization based on the use of technology and the digitalization of corporate processes;
- continuous development of the professionals' skills and know-how based, *inter alia*, on data bases shared with clients, seminars, formation and studies;
- active and continual promotion of the services provided though an innovative business development, marketing and communication system;
- equity partners playing a professionally active role in the financial industry;
- financial soundness.

Organization Model by Main Areas of Activity



The professional organization of the company is articulated and subdivided in the following three main areas/divisions of legal and regulatory advisory:

- ADVISORY
- LITIGATION
- TRANSACTIONAL



The **Advisory** area/division specialises by industry/sector:

- Financial Services (investment firms-SIMs, management firms-SGRs, private banking, banks, financial companies, payment institutions, etc.);
- Insurance companies and pension funds;
- Real estate;
- Listed companies;
- Fintech & digital finance;
- Structured finance;
- Corporate governance support and corporate functions (compliance, OdV 231, independent directors, internal auditors, etc.).



The **Litigation** area/division specialises by subject matter:

- Corporate law;
- Criminal law;
- Administrative claims, litigation vis-à-vis stock exchange, banking and other authorities (CONSOB, Bank of Italy, Ivass, MEF, Antitrust, Covip)
- Financial litigation (investment services, financial instruments, usury, banking transparency, market abuse, money laundering, etc.).



The **Transactional** area/division specialises by type of activity:

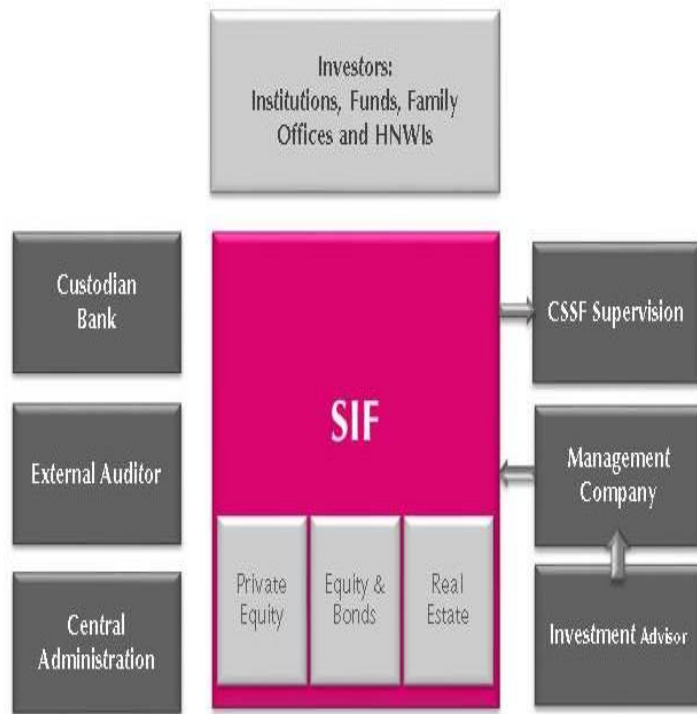
- Corporate M&A;
- Real Estate Investments & Divestments;
- Capital Markets (Equity & Debt);
- Securitization;
- Non performing loans (NPL);
- Corporate finance.



The main skills and expertise of the Company are detailed below for exemplification purposes by industry and subject matter:

- **Investment firms-SGRs.** Bank of Italy authorisation, set up of investment funds, legal and regulatory documentation, corporate governance, compliance, operational risks and internal audit, anti-money-laundering issues, expansion of activities, etc.
- **Investment funds-UCITS.** Bank of Italy authorisation, fund regulations, stock exchange commission pass-porting and prospectuses, KIID documentation, listing of funds, distribution agreements, etc.

Our Expertise



- **Alternative reserved funds-FIAs.** Fund management regulations, offering documents, stock exchange commission information package, KIID documentation (for retail products), FIAs' investment transactions, governance, fundraising, relationships with institutional investors, structuring of real estate funds, venture capital funds, private equity, private debt funds, relationships with FCA (UK), CSSF (Luxembourg), FAS (Malta), Irish Financial Services Authority (Dublin) for non-domestic FIAs operations, etc.



- **Financial companies.** Bank of Italy authorisation, banking transparency, usury, corporate governance, compliance and internal audit, distribution network, anti-money-laundering legislation, credit brokers, financial agents, ABF claims, etc.
- **Payment institutions.** Bank of Italy authorisation, banking transparency, anti-money-laundering legislation, etc.
- **Microcredit operators.** Bank of Italy authorisation, Mediocredito and FEI guarantees, lending contracts, tutoring, etc.



- **Issuers.** Stock exchange listing particulars (prospectus), relationships with the stock exchange commission (CONSOB) and the market managing company (Borsa Italiana), ongoing obligations following admission to listing (shareholdings' transparency, corporate governance report, price sensitive information, material transactions), structuring of mini-bonds and corporate bonds, insider trading, CONSOB sanctions proceedings, special purpose acquisition companies (SPAC), etc.
- **Welfare institutions and pension funds.** Discipline of investments in financial instruments, Luxembourg investment schemes, relationships with COVIP, etc.



- **Insurance companies.** Offering documents for financial based insurance products (unit linked, index linked, capitalisation contracts), obligations under IMD directive on distribution, Solvency II, IVASS obligations, corporate governance, compliance, operation risks and internal audit, anti-money-laundering legislation, insurance litigation, etc.
- **Real estate.** Due diligence and real estate appraisals, real estate investments, real estate owned companies (REOCO), NPL, listed real estate investment companies (SIIQ), sale and purchase agreements, rent agreements, etc.



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THANKS FOR YOUR KIND ATTENTION

