



LaScala  
SOCIETÀ TRA AVVOCATI

# La Scala.

Founded in 1991, La Scala has been serving business clients for 25 years.

One of Italy's leading practices for banking and insolvency litigation, the Firm is now also a recognised leader in advising on matters of credit recovery.

Throughout its history, it has both advised companies (on corporate, restructuring, IP and IT, regulatory matters, white-collar crime matters, tax) and had civil and family law practices.

In addition to its main office in Milan, the Firm has offices in Rome, Turin, Bologna, Florence, Venice, Vicenza, Padua and Ancona.

Its ranks include 180 lawyers and more than 100 supporting staff.

It is a longstanding advisor to the major Italian banking groups, a large number of commercial and industrial enterprises, and a variety of other financial institutions. Well into its third decade of consistent growth, the Firm owes its success to the close and enduring relationships it has enjoyed with its clients.

La Scala and its advice are especially renowned for its reliability, innovation, integrity and timeliness.



# 19 specialised teams. 11 supporting staff.

La Scala has 19 specialised teams, each headed by a partner. There are 11 support departments with functions such as management control, reporting, information technology and knowledge management, all working to make our lawyers as efficient and effective as possible.

We regard teamwork as essential and prioritise our lawyers' continuing education and development. Our lawyers are recruited from a wide variety of backgrounds, both in terms of cultural traditions and personal characteristics, and their diversity enriches our Firm.

*Best place to work – TopLegal Awards 2015*

CREDIT RECOVERY  
BANKING AND  
FINANCE LITIGATION  
INSOLVENCY  
CORPORATE/M&A  
IP/IT  
REGULATORY  
CIVIL MATTERS  
FAMILY MATTERS  
AND ADR  
WHITE-COLLAR  
CRIME

ADMINISTRATION AND ACCOUNTING  
BACK OFFICE  
COMMUNICATIONS AND MARKETING  
COLLECTION  
INTERNAL AUDIT  
IT  
KNOWLEDGE MANAGEMENT  
AND TRAINING  
LEGAL RECOVERY SERVICE  
PARALEGAL  
REPORTING  
HUMAN RESOURCES



# Banking and Finance.

La Scala's Banking and Finance area is organised into three departments – Credit Recovery, Banking and Finance Litigation, Insolvency.

They are particularly active in managing non-performing loans, both large and small – a sector in which La Scala is a recognised market leader.



## CREDIT RECOVERY

The Credit Recovery department comprises different teams: Small-Value Credits, Legal Recovery, Out-of-Court Collection, Large-Value Credits, NPLs, Real Estate Foreclosures, Utilities & Telco, Due Diligence.

The Firm is thus able to provide clients with specialised advice in every area. Every new matter is treated as a separate instruction, governed by its own procedures, and the engineering of operating processes and client reporting is always a primary consideration.

Heads of the department:  
CHRISTIAN FAGGELLA (Managing Partner)  
MARCO PESENTI (Senior Partner)

## OUR SERVICES

- Due Diligence reviews on portfolios of receivables in connection with their sale and purchase; advice to the purchaser at the time portfolios are priced.
- Obtaining and checking information, from sources such as land registries, chambers of commerce, and other commercial sources.
- Court action for credit recovery.
- Petitions for winding up, claims in bankruptcy, and monitoring of ongoing procedures.
- Procedures for foreclosure on real estate.
- Telephone contact with debtors in support of court actions.
- Monitoring of implementation of repayment plans.
- Negotiations.
- Advice on the tax deductibility of any losses.

## THE FEATURES OF OUR SERVICES

- Ability to handle very large volumes using streamlined highly technological processes.
- Outsourcing of client's non-core functions. Computerised interface for communication with information providers.
- Sharing of strategies and collection policies with clients.
- Ability to process matters using the client's own software.
- Implementation of dedicated management models.
- Periodic reporting focused on sales and redemptions; qualitative, quantitative and statistical analyses.
- Integrated and coordinated use of actions in and out of court.
- Complete nationwide reach.

## AREAS OF FOCUS

- Consumer lending.
- Finance leases.
- Small- and large-value bank loans.
- Credit card loans.
- Debt repayments made automatically out of salary, direct debit and standing order instructions.
- NPLs (in particular, mortgage loans).
- Securitised receivables.
- Claims in insolvency procedures.
- Trade receivables.
- Utilities (energy).

## BANKING AND FINANCE LITIGATION

La Scala advises leading operators in the banking and finance sector in relation to all forms of dispute resolution. It provides a comprehensive range of advice on managing litigation in connection with investment services.

La Scala is providing similar assistance in connection with disputes regarding the performance of loans contracted with private individuals and companies (in particular, disputes regarding the financial terms of bank accounts and loans).

Head of the department:  
LUCIANA CIPOLLA (Partner)  
CHRISTIAN FAGGELLA (Managing Partner)

## OUR SERVICES

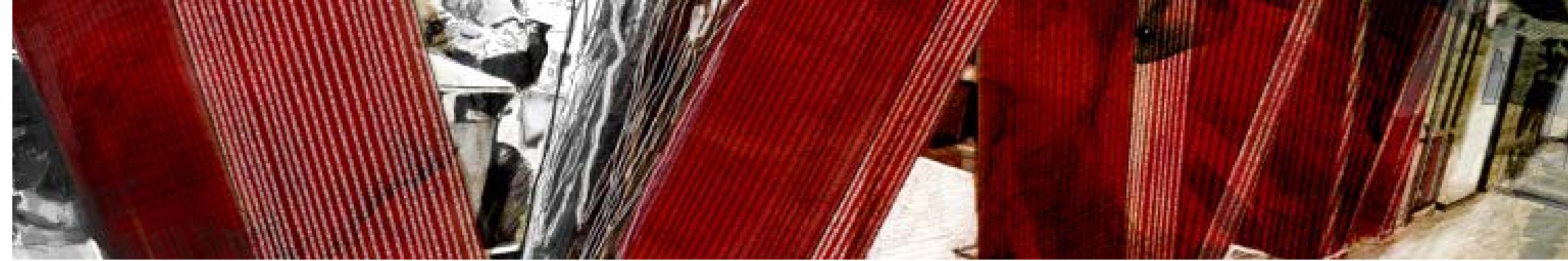
- Planning and execution of litigation strategies.
- Advice and assistance regarding issues with financial instruments, both in their trading and in connection with ongoing litigation.
- Advice and assistance on matters regarding banking contracts generally, guarantees, security, and credit instruments, in connection with court proceedings and otherwise.
- Court action for credit recovery.
- Advice on and assistance with conciliation procedures, including statutory schemes.
- Advice on claims handling.

## AREAS OF FOCUS

- Loans and facility agreements, advising lenders and borrowers.
- Advice to institutions on savings and investments made by retail customers.
- Securities and instruments of all kinds (equity and debt).
- Money market instruments.
- Listed and OTC derivative instruments.
- Complex financial products.
- Financial products issued by banks and insurance companies.
- Debt instruments.
- Statutory and non-statutory forms of security.
- Compound interest and interest in excess of legal limits.
- Costs, fees and exchange rates applied to customers.
- Reporting to the Bank of Italy's Risks Centre and its interbank computerised archive of bad cheques and payment cards.

## OUR CLIENTS

- The clients we advise and assist are:
- Banks.
  - Securities dealing firms.
  - Asset management firms.
  - Investment firms.
  - Financial intermediaries.
  - Listed companies.
  - Fiduciary firms.
  - Insurance firms.



## INSOLVENCY

La Scala has been advising on matters related to insolvency procedures for more than twenty years.

A special team advises banks and other financial institutions that are creditors of companies facing financial stress or insolvency, on how they may best protect and pursue their interests both through court action and by other means.

La Scala also advises those of its clients from outside the financial sector on creditors' arrangements, reorganisations and financial restructurings.

Head of the department:  
LUCIANA CIPOLLA (Partner)

## OUR SERVICES

### COURT MATTERS:

- Petitions for the winding-up of companies.
- Litigation regarding insolvency clawback actions.
- Applications for claims' admission in a bankruptcy, and claims for the recovery of property, both inside and outside of mandated periods.
- Proceedings opposing the admission of claims, and schemes for the distribution of assets.
- Proceedings for the revocation of claims.
- Proceedings opposing the approval of pre- and post-insolvency creditors' arrangements.
- Recovery and establishment of claims in creditors' arrangements.
- Advice on legal actions for recovery that are brought by those acting on behalf of insolvent companies.

### EXTRAJUDICIAL MATTERS

- Restructuring plans and restructuring agreements (under articles 67 and article 182 of the bankruptcy law, respectively).
- Advice on criminal-law aspects of approvals of such transactions.
- Advice on evaluation and/or submission of applications for pre- and post-insolvency creditors' arrangements
- Creditors' arrangements and restructurings in relation to the debts of individuals.



## AREAS OF FOCUS

- Businesses in difficulty.
- Loans and receivables with businesses in difficulty.
- Financial stress.
- Debt restructuring.

## THE FEATURES OF OUR SERVICES

- This section is organised into three sub-teams each focused on particular categories of receivable, or particular kinds of legal proceedings, working in coordination with the Firm's other departments.
- Highly-skilled, flexible support for clients as a result of detailed knowledge of the regulatory and legislative environment and local business practice.
- Complete nationwide reach, through a network of correspondent firms.
- Legal advice to financial advisors and their clients, on the preparation of creditors' arrangements.
- In cooperation with financial advisors, compiling restructuring agreements with a view to achieving the most effective and efficient outcomes.

# Companies and Private Clients.

The Companies and Private Clients area comprises seven teams dealing with Corporate/M&A, IP/IT, Regulatory, Civil, Family and ADR, White-Collar Crime, Tax. Each of these is headed by a partner, and the teams work in close cooperation.



## CORPORATE/M&A

The Corporate/M&A team provides Italian and international clients, from SMEs to major listed enterprises, with advice both on their ordinary, day-to-day operations and on every aspect of their corporate finance. La Scala works to ensure clients both large and small receive the very highest quality of advice.

Its team of lawyers has considerable experience on large deals, but is always able to interpret the needs of entities of more modest size.

Head of the team:  
RICCARDO BOVINO (Partner)  
*Emerging Corporate and M&A Lawyer of the Year* – Legalcommunity Awards 2015

## OUR SERVICES

- Incorporation of companies.
- Shareholders' agreements and corporate governance.
- Advice to shareholders, boards and committees.
- Due diligence activities.
- Corporate transactions, M&A and private equity deals.
- Debt and equity issuance in capital markets.
- IPOs.
- Commercial agreements.
- Restructurings.
- Litigation and arbitration procedures on corporate matters of different kinds.
- Investment agreements.
- Start-ups.
- Corporate reorganisations.



## IP/IT

The lawyers in the Intellectual Property & Information Technology team are specialised in advising on legal aspects of intangible assets. They provide a wide range of advice, both in strategic evaluation and analysis, in business development, and in operational matters, with assistance from a network of patent agents and correspondents around the world. They are also engaged in corporate and industrial litigation in all the relevant venues.

Head of the team:  
FRANCESCO RAMPONE (Of Counsel)  
*Emerging Firm of the Year for Intellectual Property* – Legalcommunity Awards 2015

## OUR SERVICES

- Trademarks and patents.
- Copyright and related rights.
- Information technology.
- Media & entertainment.
- Data processing and confidentiality.
- Franchising and distribution agreements.
- Advertising and digital marketing.
- Technology start-ups.

## REGULATORY

Globalisation, market harmonisation within the EU, and financial and technological innovation have resulted in closer regulatory involvement in all forms of business activity and greater scrutiny of compliance. That has resulted in an increased demand for highly specialised advice that La Scala has been pleased to serve. A dedicated team has long been advising on compliance matters and on dealings with regulatory and other authorities.

Head of the team:  
SABRINA GALMARINI (Partner)

## OUR SERVICES

- Interpretation and application of relevant regulations.
- Advice to boards and committees on corporate governance and internal control structures.
- Preparation and review of internal rules, operating processes and procedure manuals.
- Preparation and review of standard contractual documentation.
- Evaluation of operating models' compliance with regulatory requirements.
- Applications for registration of various sorts.
- Preparation of organisational templates for the purposes of Legislative Decree 231/2001.







## CIVIL MATTERS

La Scala has always had a team focused on litigation, serving businesses and private individuals. The latter are also advised on the management of their financial interests and personal matters, both with a view to litigation and otherwise.

Head of the team:  
STEFANO LA PORTA (Partner)

## OUR SERVICES

- Disputes on business matters, and commercial litigation (agency, leasing, factoring, franchising, retail, lease of business divisions, real estate).
- Disputes over corporate matters (joint ventures, sales of businesses and stakes in businesses, indemnity clauses, earn-out provisions).
- Disputes between shareholders, and between shareholders and directors; actions for liability brought against directors, statutory auditors, and external auditors.
- Civil and commercial arbitration (both in accordance with civil procedure and otherwise).
- Disputes over wills and inheritance.
- Disputes over real estate matters, including joint property.
- Consumer protection.
- Choice of jurisdiction, and measures safeguarding the interests of those lacking full capacity.

## FAMILY MATTERS AND ADR

La Scala has throughout its existence had a dedicated team working on family law, and interpersonal relations more generally.

Its lawyers advise private individuals in connection with even the most complex of their financial relationships – estates, succession, and corporate matters. La Scala has longstanding experience in the area, having acquired great expertise in dealing sensitively with family disputes (between spouses, generations, and relatives more generally). It always strives to safeguard the relationships between the parties, resolve the issues, and identify solutions that respect everybody's interests (applying the principles of collaborative practice laid down by the IACP).

It was in this field, over twenty years ago, that La Scala first acquired its expertise in mediation procedures and ADR, which it now applies to alternative ways of resolving disputes also in other fields.

Head of the team:  
PAOLA VENTURA (Partner)

## OUR SERVICES

- Pre-nuptial and co-habitation agreements.
- Marriage, separation, divorce and the end of de facto cohabitation.
- Minors.
- Family estates, Family Office work, Family agreements.
- Advice and assistance on mediations, assisted negotiations, and ADR generally.

## WHITE-COLLAR CRIME

La Scala has also had a team dedicated to white-collar crime and regulatory fraud.

This reflects La Scala's intent that it be able to provide businesses with advice that may touch upon every aspect of their operations, and that includes possible criminal-law issues. It also reflects the growth in regulation, and the expansion of companies' responsibility for offences under Legislative Decree 231/2001.

Head of the Team:  
FABRIZIO MANGANIELLO (Of Counsel)

## OUR SERVICES

- Advice and assistance, on judicial and extrajudicial matters, on every area of criminal, corporate, commercial and industrial law.
- Offences related to tax, financial crime, and bankruptcy.
- Environmental offences, and connected with health and safety.
- Administrative liability of bodies corporate, under Legislative Decree 231/2001.



La Scala has been publishing the web magazine *lusletter* since 2012.

Updated daily, the publicly-accessible site is a fully-fledged web portal, providing information on a range of legal issues within La Scala's practice areas.

In 2013, *lusletter* developed and launched its own apps for Android and Apple devices – one of the first produced by an Italian law firm.

An editorial staff, made up of partners and lawyers of the firm, as well as a dedicated staff member, takes care of its edition.

Thousands consult *lusletter* every day, for the articles prepared in-house, summaries of key news developments, special reports and video alerts; and every year, hundreds attend the professional development seminars that *lusletter* organises.

[www.iusletter.com](http://www.iusletter.com)

# Toogood Society.



Since 2013, La Scala has been pursuing a project of cultural education, in particular for its lawyers, focused around the Auditorium it has in Milan, named after Piero Calamandrei. The project takes its name from a character in the 1867 novel by Anthony Trollope, *The Last Chronicle of Barset*. Thomas Toogood is a lawyer who successfully resolved a complicated case as a result of his ability to listen, and his attentiveness, wisdom and modesty. He is a model, now as ever, for those whose profession it is to represent interests within a negotiation or a dispute.

The Toogood Society's work thus looks not just to professional development, but more generally, to the growth of those within the Firm as modern thinkers.

*Special Award for the cultural commitment to Giuseppe La Scala* – Legalcommunity IP&TMT Awards 2014

## PUBLISHING

Through the Toogood Society, La Scala has contributed to the establishment of the “Diritti, Società, Frontiere” (Rights, Societies, Frontiers) series published by Henry Beyle, a firm that combines typographical excellence with a desire to bring long-overlooked texts to new audiences. To date, eight volumes (by Stuparich, Calamandrei, Buzzi, Brancati-Longanesi, Flaiano, Guanda) have been published, and more will follow, generally at six-monthly intervals. For the 250th anniversary of Beccaria's *On Crimes and Punishments*, the Firm republished the introduction that Piero Calamandrei wrote for an edition he had edited in 1949. That introduction drew its inspiration from the importance of Beccaria's book to the Italian Constitution, which had come into force the previous year.

## ART EXHIBITIONS

The 2013 exhibition of the works of Mario Francesconi, the Viareggio painter who had not had a show in Milan since 1982, was the first in a long series that La Scala is going to be backing. This reflects La Scala's belief in the essential role the visual arts play in cultural development. We believe that the emotional impact of the visual arts is irreplaceable in the personal growth of individuals. The plan is to have one exhibition follow another, in a virtually continuous chain. The exhibitions will also provide a cultural backdrop to the Firm's professional work, and make a special contribution to its lawyers' development and their relationships with clients.

## OTHER CULTURAL INITIATIVES

La Scala's training programme also includes sessions and seminars by eminent Italian intellectuals discussing contemporary issues. We adhere to the principle that we become more rounded as individuals and more effective as professionals and colleagues when we are stimulated by the arts.

# Offices.



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