



# Andrea Fedi

## PARTNER

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Corporate M&A

Compliance

Data Law

Andrea Fedi deals with M&A, extraordinary corporate transactions, compliance (privacy and anti-bribery) and commercial contracts.

IFLR ranks him as Notable Practitioner in the Corporate and M&A category. He is also ranked as Excellent in the Leaders League Compliance section.

### *Professional Experience*

#### **PARTNER | FROM 2007**

Legance – Avvocati Associati, Rome, Italy

#### **PARTNER | 2005 – 2007**

Gianni, Origoni, Grippo & Partners, Rome, Italy

#### **ASSOCIATE | 1998 – 2004**

Gianni, Origoni, Grippo & Partners, Rome, Italy

#### **LECTURER | 1998**

Faculty of Law, Università degli Studi dell'Aquila, L'Aquila, Italy

#### **ASSOCIATE | 1992 – 1998**

Studio Aloisio, Rome, Italy

#### **TRAINEE | 1990 – 1992**

Governmental Law Bureau (Avvocatura dello Stato), Rome, Italy

### *Education*

#### **1999**

Introduction to English Law, London School of Economics and Political Science, London, United Kingdom

#### **1994**

Admitted to the Bar. Member of the Rome Bar, Italy

#### **1990**

Law Degree, *maxima cum laude*, Università "LUISS - Guido Carli" Rome, Italy

## *Publications*

He is the author of articles published in Italian and international legal reviews.

### *Contracts and Torts*

- *"Contract Formation and Enforcement in Italy: Overview"*, Thomson Reuters, 2025;
- *"Tre osservazioni sull'AI Act e il suo rapporto con il diritto dei contratti"*, Medialaws, 2024;
- *"Contract Formation and Enforcement in Italy: Overview"* (with Stefano Parlatore and Jacopo Nisticò), Thomson Reuters, Practical Law, 2024;
- *"COVID-19 and force majeure, hardship and other doctrines in Italian contract law"* (with Stefano Parlatore), Thomson Reuters, Practical Law, 2020;
- *"Spendita del nome e rappresentanza organica"*, Rivista di Diritto dell'Impresa, 2019;
- *"Contracts negotiation and enforcement in Italy: overview"* (with Stefano Parlatore), Thomson Reuters, Practical Law, 2018, 2019 and 2020;
- Chapter *"Italy"* in *"Commercial Contracts"* (with Stefano Parlatore), Getting The Deal Through, 2017 and 2016.

### *Corporate and M&A*

- *"Joint Ventures: Control and Minority Protection (Italy)" and "Documents to Establish a Corporate Joint Venture in Italy"*, Thomson Reuters, Practical Law, 2024 and 2025;
- *"Shareholder agreements in private companies Italy"*, Thomson Reuters, Practical Law, 2024;
- *"Warranties & Indemnities"*, Thomson Reuters, Practical Law, 2023 and 2024;
- *"Top Tips for doing private M&A deals in Italy"* (with Marco Graziani), Thomson Reuters, Practical Law, 2023;
- *"La giurisprudenza continua a sanzionare d'invalidità gli esoneri da responsabilità degli amministratori uscenti"*, Le Società, 2023;
- *"Multiple voting shares in Italian non-listed corporations"*, Rivista di Diritto dell'Impresa, 2017;
- *"Statutory regulation of a leveraged buy-out"*, Economics of Leveraged buy-outs, Gappichelli, 2015;
- *"La relazione di stima nella scissione"* (with Angelo Busani), Le Società, 2015;
- *"Establishing a business in Italy"*, Practical Law, 2014 and 2015;
- *"Joint Ventures contrattuali e societarie"*, Rivista di Diritto dell'Impresa, 2012;
- *"Il contratto di joint venture"*, Economia e Diritto del Terziario, 2012;
- *"Novità sulle imprese in forma reticolare"*, Diritto24, 2012;
- *"Assetti e procedure nel sistema della corporate governance"*, Corriere Tributario, 2012;
- *"I codici di autogoverno delle società e la corporate governance"*, Nuova Giurisprudenza Civile Commentata, 2011;

- *"Cessione d'azienda e danno ambientale"*, Le Società, 2011;
- Italy section in *"M&A Agreements in Germany"*, C.H. Beck, 2010;
- *"Share Purchase Agreements in Italian Law and the Legal Practice"*, *"Legal Due Diligence in Italy: Tricks, implications and Points of Attention"*, *"Acquisition of Equity interests in Italian Companies and Shareholders' Agreements: a new era?"* and *"Joint Ventures in Italy"*, Digital Guide: Mergers, Acquisitions & Joint Ventures, Executiveview.com;
- *"Remarks on burden of proof in a dispute for payment of notices of invoice"*, Prev. forense, 1996;
- *"Free provision of services according to EU rules"*, Prev. forense, 1996;
- *"Unfair competition deriving from violation of administrative orders"*, Giur. it., 1995;
- *"Banks and financial distress of clients"*, Dir. fallim., 1995;
- *"Lease agreements and termination"*, Giust. civ., 1993;
- *"Reimbursement of non-monetary damages suffered by the State"*, Giust. civ., 1992;
- *"Cause/effect link and redress of damages"*, Giust. civ., 1991;
- *"Engineering contracts"*, Giust. civ., 1991.

## *Data Protection*

- *"The AI Act and the law of contracts: remarks"*, Nuovo diritto delle società, 2022;
- *"Tre casi sul diritto all'immagine e la privacy"*, Nuovo diritto delle società, 2022;
- *"Privacy e ricerca scientifica medica, biomedica e epidemiologica"* (with Lucio Scudiero and Alessandro Amoroso), Privacy&, Egea, 2021;
- *"Records Retention: Italy"* (with Lucio Scudiero), Thomson Reuters, Practical Law, 2019 and 2020;
- *"Big Data: analysis and proposals"*, Nuovo diritto delle società, 2020;
- *"La valutazione d'impatto sulla protezione dei Dati Personali"* (with Lucio Scudiero), Commentario al Regolamento europeo 679/2016 e al Codice Privacy, Top Legal Academy, 2019;
- *"Commercial law and corporate aspects of personal data protection"*, Rivista di Diritto dell'Impresa, 2018;
- *"Diritto dell'impresa e protezione dei dati personali"*, Le Società, 2018;
- *"Italian privacy and the law of contracts"*, Federalismi, 2014.

## *Anti-bribery*

- Chapter *"Italy"* in *"Risk and Compliance Management"* (with Marco Penna and Lucio Scudiero), Getting The Deal Through, 2017, 2018, 2019 and 2020;
- *"Dichiarazione non finanziaria e impatti 231"*, Rivista 231, 2019;
- *"M&A e Decreto 231"*, Le Società, 2011;
- *"Ethical Code and Disciplinary System"*, *"General Overview of Legislative Decree 231/2001"*, *"Organisational Models Pursuant to legislative Decree 231/2001 and Appointment of the Compliance Body"*, in Digital Guide: White-Collar Crime & Regulatory Enforcement: Executiveview.com.

## *Newspaper articles and interviews*

- *"Legge capitali: fino a 10 voti per azione nelle non-quotate"*, in NT+ Diritto, April 2024;
- *"Il legislatore apre le porte della blockchain a imprese e finanza"*, Milano Finanza, May 2023;
- *"Smart cities, artificial intelligence and the triangular nature of legitimate interest"*, MediaLaws, May 2023;
- *"Presunto colpevole: la nuova proposta di direttiva sull'intelligenza artificiale"*, MediaLaws, November 2022;
- *"Diritto all'immagine e alla riservatezza dell'ex calciatore"*, Medialaws, July 2022;
- *"Sul whistleblowing rischi per le imprese e troppe ambiguità"*, Il Sole 24 Ore, November 2021;
- *"Tra finzione e realtà, ecco quali sono gli obblighi degli amministratori"*, Milano Finanza, July 2021;
- *"Business judgment rule e modelli 231: è ora di cambiare registro?"*, Milano Finanza, April 2021;
- *"Fintech alla prova del diritto civile. Urge una risposta europea"*, Milano Finanza, September 2020;
- *"Perché sul Privacy Shield serve una soluzione urgente"*, Il Sole 24 Ore, July 2020;
- *"Salute e privacy con lo stop ai controlli da parte delle aziende al tempo del Covid 19"*, Milano Finanza, March 2020;
- *"Le influenze illecite entrano nel catalogo 231"*, Il Sole 24 Ore, April 2019;
- *"Big data, il Gdpr non è sufficiente: l'uso delle informazioni si perde nel mare magnum"*, Cor.Com., March 2019;
- *"Cybersecurity concerns for directors and banks"* (with Marco Penna and Lucio Scudiero), Risk & Compliance Magazine, January 2019;
- *"Voto di lista, quozienti senza cumulo"* (with Angelo Busani), Il Sole 24 Ore, April 2018;
- *"Cosa chiede all'impresa la glasnost societaria"*, Milano Finanza, April 2018;
- *"Fondi comuni d'investimento con personalità e patrimonio"*, Il Sole 24 Ore, September 2016;
- *"Caos 231 sui reati presupposto"*, Italia Oggi, February 2014;
- *"Dei benefici per le start up innovative possono godere non soltanto le newco"*, Milano Finanza, March 2013;
- *"Interview to Legal 100 (Leaders League/Decideurs)"*, June 2011;
- *"La tettonica a zolle della corporate governance"* Diritto 24, 9 May 2011;
- *"Società, La 231 non lascia scampo"*, Italia Oggi, 28 March 2011;
- *"Quando le aziende guardano all'estero"*, Ragion Libera, December 2010;
- *"Italia-Francia, accordi vincenti dall'energia alla salute"*, Italia Oggi, 13 September 2010;
- *"È tempo di global lawyers"*, TopLegal, September 2010;

- *“Joint Venture Agreements and Consortia: new developments in Italian Law”*, Executiveview.com, 2009;
- *“Italian takeover defences – No passivity or breakthrough”*, International Financial Law Review, 2009;
- *“Solving problems in Italian cross-border mergers”*, Financier Worldwide, 2009;
- *“Financial assistance is legal in Italy”*, Financier Worldwide, 2009;
- *“New Italian legislation on related party transactions”*, Financier Worldwide, 2008;
- *“Cross Border Mergers”*, Financier Worldwide, 2006.

## *Conferences*

Andrea Fedi is a member of the Scientific Committee of the *Istituto per il Governo Societario* and has taught at several post-graduate masters (Luiss, Sant’Anna, Il Sole 24 Ore, Top Legal).

Andrea was a lecturer on Italian corporate law at the French/Italian Seminar 2011, 2013 and 2017 and panelist/moderator at the IBA Franco-Italian Day 2013, 2015, 2017, 2023.

Andrea has also given lectures at the General Counsel Summit in 2011, 2013, 2018.