



Giovanna Russo

SENIOR COUNSEL

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○ Corporate M&A

During her experience in leading Italian law firms, Giovanna Russo has assisted Italian and non-Italian companies, private equity funds and financial institutions in major M&A transactions in the Italian market, including mergers, demergers, acquisitions, spin-off, divestitures and joint ventures, developing a sophisticated experience in extraordinary transactions in general, also in case of restructuring and corporate reorganization.

She is highly skilled in drafting and negotiating acquisition agreements (including on going concern), merger and demerger agreements, joint venture, co-investment and shareholders' agreements, confidentiality and exclusivity agreements, with both Italian and non-Italian counterparties. With a versatile and goal-oriented approach, she coordinates and supervises due diligence activities, both on the buyer and seller side, and provides legal assistance at every stage of national and European tenders and competitive procedures.

Giovanna has developed, moreover, an extensive experience with regard to commercial agreements, by assisting Italian and non-Italian clients in the execution of national and international commercial contracts of any kind, including supply, distribution and service contracts.

She also assists clients during the entire corporate history of Italian legal entities – from incorporation to possible winding-up, including capital increases, also in kind, issue of particular classes of shares and of participating financial instruments – and coordinates all the formalities to be carried out before the competent authorities. In assisting several Italian companies and subsidiaries of multinational organizations, she has developed a deep knowledge of corporate law and drafted legal opinions of any kind aimed at developing strategies to successfully mitigate corporate risks and protect stakeholders' interests.

Giovanna has also acted, on an ongoing basis, as Secretary of the Board of Directors of joint-stock companies.

Enriching her professional experience is the activity as a Foreign Lawyer at a leading American law firm based in New York.

Professional Experience

SENIOR COUNSEL | FROM 2021

Legance – Avvocati Associati, Rome, Italy

COUNSEL | 2019 – 2021

Legance – Avvocati Associati, Rome, Italy

ASSOCIATE | 2011 – 2019

Legance – Avvocati Associati, Rome, Italy

FOREIGN LAWYER | 2010 – 2011

Paul, Weiss, Rifkind, Wharton & Garrison LLP, New York, U.S.A.

ASSOCIATE | 2007 – 2010

Legance – Avvocati Associati, Rome, Italy

ASSOCIATE | 2005 – 2007

Gianni, Origoni, Grippo & Partners, Rome, Italy

Education

2007

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

2004

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

Publications

Giovanna Sara Russo is the author of papers and commentaries on legal web sites. Among others:

- Chapter *"Big Data for a Smart Future: The Rules of the Game"* in *"AI, Machine Learning & Big Data 2021"*, Third Edition, Global Legal Group, London, 2021;
- Chapter *"AI Changes Society. Society Changes the Law. The Bright Future of the Smart Lawyer"* in *"AI, Machine Learning & Big Data 2020"*, Global Legal Group, London, 2020;
- *"La Nuova Direttiva n. 2004/25/CE, in materia di Offerte Pubbliche di Acquisto"*, available on www.cahiers.org.

She also contributed in preparing:

- The chapter on *"International Business Negotiations in Italy"* authored by Giovanni Nardulli, The ABA Guide to International Business Negotiations, 2009;
- *"The New Privatization Plan and the Golden Powers Rules"*, authored by Giovanni Nardulli and Alberto Giampieri, Focus Europe Magazine, The American Lawyer, 2013.