



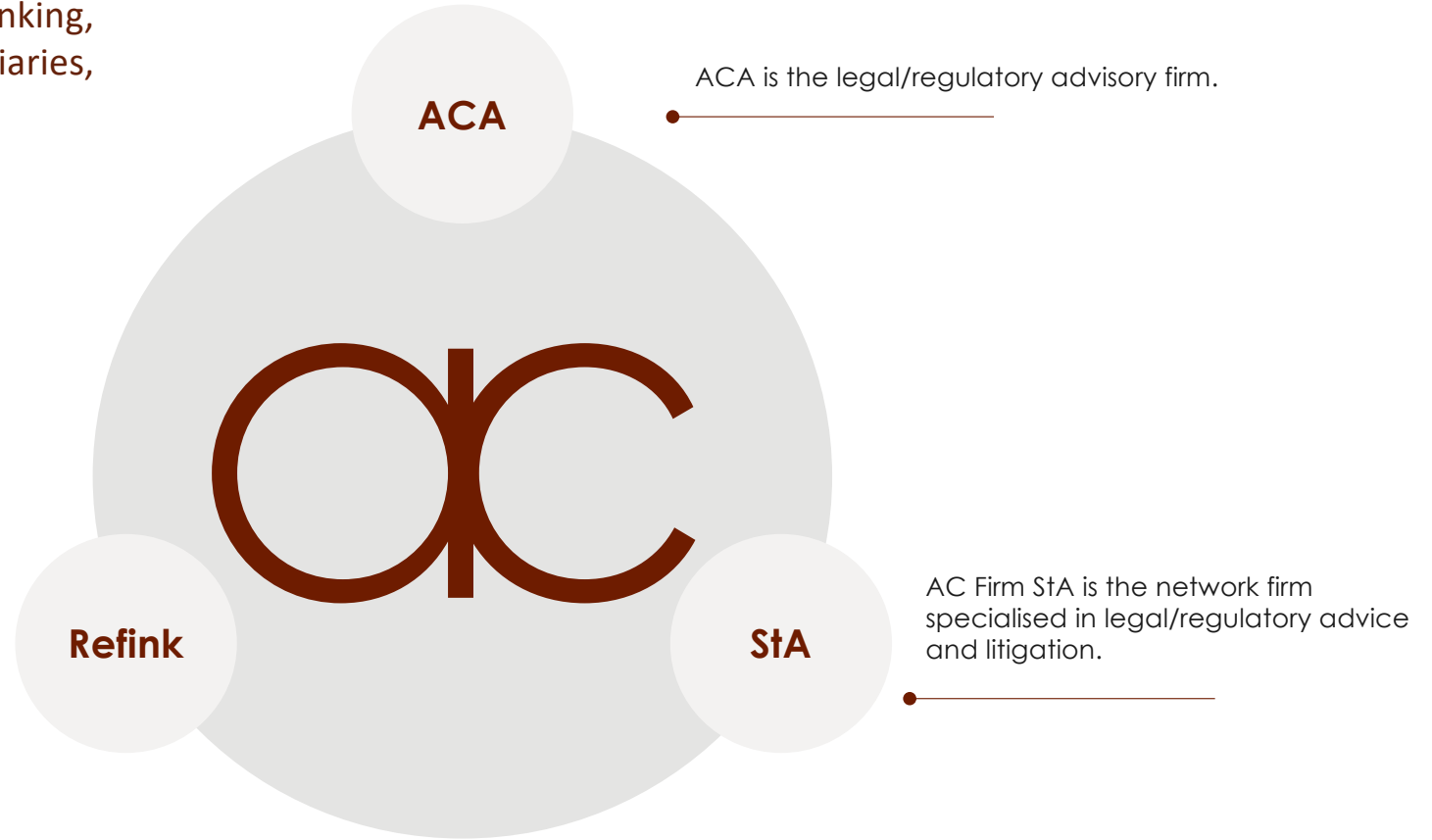
annunziata&conso

Network Profile

«The best way to predict the future is...
to *understand* it»

Milan, January 2023

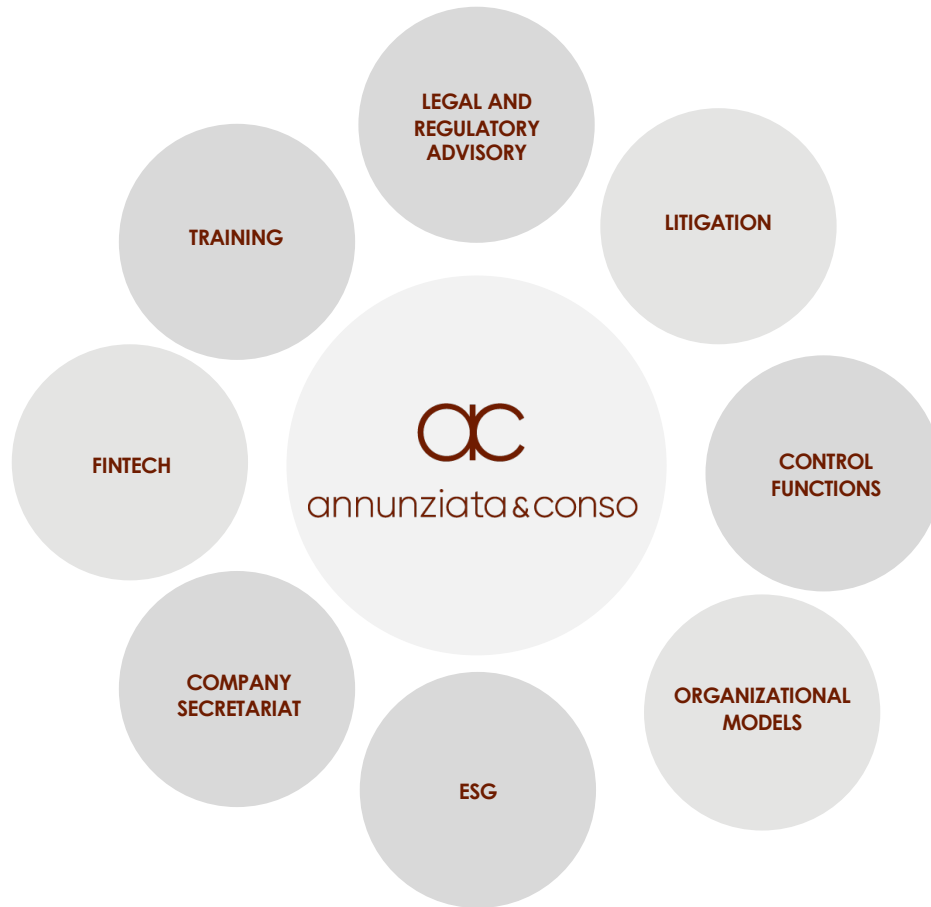
An integrated legal and regulatory advisory network serving banking, financial and insurance intermediaries, IP, IMEL and Fintech.



ACA is the legal/regulatory advisory firm.

Refink is the Regtech auditing firm specialised in outsourcing control functions and advisory services for Fintech projects.

AC Firm StA is the network firm specialised in legal/regulatory advice and litigation.



Reliable and qualified support for banking and financial activities and capital market operations

Team Leader
Filippo ANNUNZIATA
Filippo BERNERI
Andrea CONSO
Roberto FERRETTI
Donato VARANI



The services

Advice and support relating to:

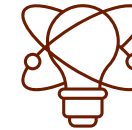
- incorporation, authorisation and liquidation of banks and other financial intermediaries (SIM, AMCs, financial intermediaries 106, IP, IMEL, Insurance),
- passporting of banking, financial and payment services,
- acquisition and divestment of significant shareholdings in intermediaries,
- drafting and review of contracts and transparency documents,
- advanced financing transactions, including cross-border,
- financial guarantees,
- extraordinary transactions (mergers, demergers, transformations, acquisitions, etc.),
- issuance and offer of financial instruments and securitisations,
- corporate information and internal dealing,
- application of anti-money laundering and anti-usury regulations.

Legal opinions in the above matters.

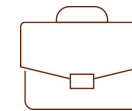
The target



Supervised intermediaries such as Banks, SIM, AMCs, IP, IMEL, 106, Insurances



Entities with innovative financial intermediation projects



Trading companies



Social security institutions and pension funds

Tradition and innovation: a new model of legal advice in litigation

Team Leader
Giovanni CAMPIDOGLIO
Roberto MANTEGAZZA



The services

LITIGATION

Support, representation and defence of licensed intermediaries, both domestic and foreign, in civil litigation in the field of banking, financial and insurance law, also before higher courts.

OUT-OF-COURT ACTIVITIES

Supporting qualified intermediaries, both domestic and foreign, in penalty proceedings brought by the Supervisory Authorities.

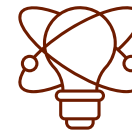
Support to and participation in compulsory mediation procedures in banking, financial and insurance disputes involving domestic and foreign licensed intermediaries.

Support to qualified intermediaries, both domestic and foreign, in the investigation, assessment and management of complaints through a new multiphase advisory model ("diagnostic" and operational phase), including an ongoing monitoring service through a specific management system.

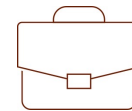
The target



Supervised intermediaries such as Banks, SIM, AMCs, IP, IMEL, 106, Insurances



Entities with innovative financial intermediation projects



Trading companies



Social security institutions and pension funds

Thanks to experts not only from the professions, but also from companies and supervisory authorities, advanced, digital solutions can be provided within the internal control system

Team Leader
Luciano MURTAS
Donato VARANI



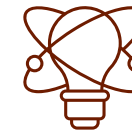
The services

- **Outsourcing and co-sourcing** of the following functions:
 - Internal audit,
 - Compliance,
 - Risk Management,
 - Anti-money laundering (AML).
- **Support to the Supervisory Board** in connection with the 231/01 model.
- **Support to the Board of Statutory Auditors** in analysing the internal control system.
- **Analysis of organisational assessment** and internal control system.
- **Anti-money Laundering (AML)** self-assessment
- **Tax compliance.**

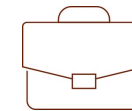
The target



Supervised intermediaries such as Banks, SIM, AMCs, IP, IMEL, 106, Insurances



Entities with innovative financial intermediation projects



Trading companies



Social security institutions and pension funds

Advisory and support in company organisation and restructuring projects including by setting up or reviewing processes and procedures or developing 231/01 Models

Team Leader
Donato VARANI
Francesco IELPO



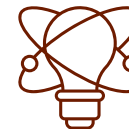
The services

- **Design of corporate governance models** including setting up or reviewing the organisational structure and the system of internal controls.
- **Structuring or review of the corporate procedures handbook** including AML ones.
- **Drafting of Organisational and Management Models** pursuant to Legislative Decree 231/01.
- **Inspection simulation** assessment analyses.
- **Support in implementing remedy plans** following post-inspection findings .

The target



Supervised intermediaries such as Banks, SIM, AMCs, IP, IMEL, 106, Insurances



Entities with innovative financial intermediation projects



Trading companies

A dedicated focus team made up of professionals from different areas including Banking and Finance, Capital Markets, Risk management, Tax, Regulatory to meet the many and growing needs related to sustainability and ESG

Team Leader
Donato VARANI
Daniel LUNETTA



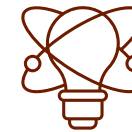
The services

- **Corporate consulting** on the consistency of corporate structures with ESG requirements.
- **Structuring or review of ESG-relevant corporate procedures.**
- **Offer of in-person, online or blended training courses.**
- **ESG due diligence** aimed at assessing legal risks and the ESG relevance of a business as well.
- **Analysis of supply agreements** to check ESG requirements are properly pursued in the supply chain.

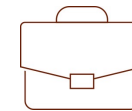
The target



Supervised intermediaries such as Banks, SIM, AMCs, IP, IMEL, 106, Insurances



Entities with innovative financial intermediation projects



Trading companies



Social security institutions and pension funds

Support to clients and corporate boards in the scheduling, organisation and execution of corporate secretariat activities, according to a tailor-made schedule designed on the basis of company characteristics

Team Leader
Carlo GIULINI



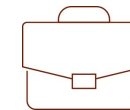
The services

- **Annual scheduling of Board meetings**, taking into account regulatory deadlines and the client's operational needs.
- **Management of Board meetings** with the drafting of agenda items, summoning notices and gathering and distributing relevant documents.
- **Participation in the meetings of the corporate boards**, with the eventual role of secretary taking minutes. **Material drafting of the minutes** of each meeting of the corporate boards and **keeping and updating the relevant corporate ledgers**.

The target



Supervised intermediaries such as Banks, SIM, AMCs, IP, IMEL, 106, Insurances



Trading companies

Expertise, cross-sector skills and network make us well placed to identify and support the FinTech solutions and/or companies with the highest potential for innovation and integration in the financial system, namely in the set-up, authorisation, market access, including capital markets, and business management phases. .

Team Leaders
Andrea CONSO
Antonio DI GIORGIO



The services

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CROSS-SECTOR LEGAL/REGULATORY HUB

Services and expertise to meet the needs of Fintech companies in both the start-up and growth phases with a focus on compliance risks.

SANDBOX FOR INNOVATION

Ongoing support for the growth and innovative piloting of Fintech companies.

INVESTORS PROGRAM

Support for investors to assess and finance Fintech targets.



The combination of academic background and corporate expertise means full legal, economic and organisational training courses tailored to the field of innovation can be planned and delivered

Team Leader
Roberto FERRETTI



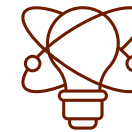
The services

- **Assessment of skills and training needs/requirements.**
- **Design of the training path** in close coordination with the client.
- **Delivery of training** in presence, online or in blended format.
- **Assessment of skills acquired.**
- **Reporting of the training activity carried out**, also for the purpose of access to targeted funding.

The target



Supervised intermediaries such as Banks, SIM, AMCs, IP, IMEL, 106, Insurances



Entities with innovative financial intermediation projects



Fintech, Regtech and Insurtech players

AudiTool

Thanks to the automation and digitalization of workflows, AudiTool provides a dynamic performance and control of activities in the outsourcing of corporate functions (Internal Audit, Compliance, AML, Risk Management) and permanent services (e.g. company secretariat, complaint management, AML self-assessment, training) and at the same time provides an up-to-date view on the evolution of risks and the ongoing monitoring system to corporate stakeholders. This innovative platform allows customers to benefit from digital services and for the first time directly access all activities 24/7 monitoring work progress.

AudiTool:

- is safe.
- is not in the cloud.
- does not require any customer IT support.
- is provided by Refink as a built-in management system for the services offered.





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