



## Giampaolo Salsi

### Managing Partner, Milan Office

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## OVERVIEW

Giampaolo Salsi is the managing partner of the firm's Milan office. He focuses his practice on providing assistance in corporate and commercial law to Italian and foreign clients active in the manufacturing, service and financial sectors, with a particular emphasis on corporate transactions.

## PROFESSIONAL BACKGROUND

Prior to joining K&L Gates, Giampaolo practiced with several other firms in Italy. In 1994, he spent two years in Hong Kong as a visiting foreign lawyer.

## ACHIEVEMENTS

- Ranked in band 5 by Chambers & Partners Europe 2020 for Corporate M&A
- Ranked in band 5 by Chambers & Partners Global 2020 for Corporate M&A

## SPEAKING ENGAGEMENTS

Giampaolo is a regular speaker in contract law matters at seminars and courses organized by a local business association of EPC contractors.

## EDUCATION

- Law Degree, Catholic University of the Sacred Heart of Milan, 1991

## ADMISSIONS

- Italian Court of Cassation
- Milan Bar

## LANGUAGES

- English
- Italian

## THOUGHT LEADERSHIP POWERED BY HUB

- 14 April 2020, COVID-19: Stricter Rules on FDI Screening in Italy, in the Wake of the Health and Sanitary Emergency (*Alerts/Updates*)
- 1 April 2020, COVID-19: COVID-19 and the Cura Italia Decree (*Alerts/Updates*)
- 25 March 2020, COVID-19: Shareholder Meetings and Payment of Dividends in Italian Companies (*Alerts/Updates*)
- 19 March 2020, COVID-19: "I Started Something I Couldn't Finish" - Legal Consequences of the Pandemic on Contracts Governed by Italian Law (*Alerts/Updates*)
- 19 March 2020, COVID-19: Shareholders Meetings in Italian Joint Stock Companies held through Means of Telecommunications do not Require Physical Presence of Chairman and Secretary in the Same Location (*Alerts/Updates*)
- 8 August 2017, Update: Italian Parliament approves the new National Merger Filing Thresholds (*Alerts/Updates*)
- 5 July 2017, Italian Small and Medium-Sized Enterprises to tap into Equity Crowdfunding (*BlogPost*)
- 28 June 2017, Italian Small and Medium-Sized Enterprises to Tap Into Equity Crowdfunding (*Alerts/Updates*)
- 29 March 2017, The Italian Council of State Provides Welcome Clarifications Regarding the Standard of Proof That the Italian Competition Authority Must Discharge (*Alerts/Updates*)
- 23 January 2017, Italy Implements EU Directive on Damages for Breaches of Competition Law (*Alerts/Updates*)
- 16 November 2016, Italy to Implement EU Directive on Damages for Breaches of Competition Law (*Alerts/Updates*)
- 5 July 2016, Update: Senate Committee Approves Significant Changes to the Italian Merger Filing Thresholds (*Alerts/Updates*)
- 16 June 2016, Italian TV Services Case Brings Welcome Clarity on the Legality of Information Exchanges among Competitors (*Alerts/Updates*)
- 18 March 2016, Italy May Review its Merger Filing Threshold (*Alerts/Updates*)
- 5 August 2015, The Italian Supreme Court of Cassation Eases the Evidential Burden on Private Claimants to Bring Actions for Antitrust Damages in Italy (*Alerts/Updates*)

## OTHER PUBLICATIONS

- “The 'Italian way' to PFI: A case study in the public healthcare sector,” *Privatisation and Public Private Partnership Review 2003/2004*, a Euromoney Publication
- “The Marketing in Italy of Foreign 'Non-Harmonised' Common Funds,” *Journal of International Banking Law*, vol. 17, no. 6, 2002
- “The 'Nuovo Mercato': the New Italian Stock Exchange for Companies with High Development Potential,” *Journal of International Banking Law*, vol. 15, nos. 5-6, 2000
- “The New Italian Law on Securitisation,” *Journal of International Banking Law*, vol. 14, no.12, 1999
- “La legge applicabile alle operazioni di Project Financing,” in *Il Project Financing - Caratteristiche e modelli contrattuali*, Milan, 1997

## NEWS & EVENTS

- 5 October 2016, K&L Gates Boosts Labor and Employment Practice with Milan Partner Addition (*Press Release*)
- 26 May 2016, K&L Gates, Lawyers Earn Honors in Chambers Global, Regional Guides (*Press Release*)
- 6 May 2015, K&L Gates, Lawyers Recognized as Leaders in Chambers Global Guides (*Press Release*)

## AREAS OF FOCUS

- Mergers and Acquisitions
- Construction and Infrastructure

## REPRESENTATIVE EXPERIENCE

### Automotive

- Assistance to an Italian manufacturer of automotive brake systems in French commercial law issues.
- Assistance to an Italian entrepreneur in the acquisition, by means of an investment agreement, of a shareholding, and in the negotiation of the relevant shareholders' agreement, in an Italian company purchasing certain business as going concern relating to the management of car-washing stations in Italy.
- Assistance to the world's largest tire and rubber company in the definition of the legal conceptual framework in Italy for a new business concept based on a subscription model for tires supply and related assistance and maintenance services.
- Assistance to an Italian company active in construction, distribution and rental of high quality machines and equipment for road cleaning in a judicial claim by the client's local distributor, in connection with the supply of an airport de-icer, sold by the distributor to an European Airport Company.

- Advised the sellers in connection with the acquisition by a German multinational group of a stake in their company active in the manufacturing of salt spreaders.
- Advised an Italian leading manufacturer of salt spreaders in the acquisition of a majority stake in an Italian private company which manufactures electronic microcontrollers.
- Advised an Italian leading manufacturer of salt spreaders on the acquisition of the entire share capital of an Italian company supplying sandblasting services, powder, and liquid painting for industrial application.
- Assistance to a German group, leader in the automotive market of safety applications, in the acquisition of an Italian company specialized in the production of flexible hoses for the technical and industrial sectors, agriculture, boating, construction, transport and food.
- Assistance to a German group, leader in the automotive market of safety applications, in the acquisition of the business branch of a telco company dedicated to the research and development of "Gen3" technology for the large-scale production of innovative electronic parking sensors.
- Assisted Italy's leading manufacturer of mopeds in the setting up of an industrial joint venture in China.

## Chemicals

- Assisting the seller, the CEO of an Italian company that produces and sells specialty additives for the coating industry worldwide, in the sale of its entire share capital to an Italian company that works in the field of specialty chemicals B2B.

## Consumer

- Assistance to a global French company, leader in the provision of survey-based research services for brands, companies and institutions in the Italian portion of the acquisition of four global research divisions from Germany's largest market research institute. Almost 1,000 members of the staff of the institute joined our client's company in 25 countries. Our assistance, which involved several European offices of the firm, included the negotiation and revision of the sale and purchase agreement for the acquisition of the Italian branches of the business, advice on prodromal conditions and assistance at local closing, as well as advice on issues of Italian law relevant to the global transaction and the overarching framework agreement.
- Advice to an Italian cosmetic retailer on U.S. cosmetic regulation and on Italian regulatory and corporate law aspects.

## Energy

- Legal assistance to a German multinational group operating in the hydro sector in negotiating commercial contracts and in liaising with the counterparties for the entire contractual duration.
- Assisted our client, an Italian company active in the industrial sector, especially in the manufacture of centrifugal pumps, in connection with a debt collection and other out-of-court disputes related to the supply of pumps to an oil & gas company based in Belarus.
- Assistance to the management and shareholders of a large privately owned Italian group of companies, active in the national and international upstream oil sector, in the corporate reorganization of the group.

## Luxury

- Assistance to a Swiss brand of luxury watches in connection with the acquisition of a majority equity interest in an Italian SPV to which two different going concerns related to the operation of two luxury boutiques active in the trading of watches, jewelry and other accessories had been previously conferred.

## Manufacturing

- Assistance to an Italian manufacturer of pumps for the Oil & Gas industry in the settlement of an extra judicial dispute concerning the payment of commission under an agency agreement.
- Assisted an Italian leading producer of gearboxes for industrial application, in the setting up of a manufacturing joint venture in India.
- Assistance to an Italian manufacturer of industrial and commercial electric equipment in two disputes against the project contractor and the other members of the construction consortium in connection with the contract construction work on a building for production purposes and related appurtenances.
- Assisting an Italian producer of solenoid pumps and solenoid valves in drafting, reviewing and negotiating a wide range of commercial contracts, corporate advice and in relation to out-of-court settlements of potential disputes.
- Assistance to an Italian multinational company developing and producing quick release couplings in drafting, reviewing and negotiating a wide range of commercial contracts.
- Advised an Italian holding company in the sale of the entire share capital of a company active in the manufacturing of a wide range of zinc plating and zinc-nickel electrolytic treatments for automotive, electromechanical and household appliance, to a manufacturer of anti-corrosion coating of screws, bolts and fasteners used in different sectors and primarily in the automotive industry.
- Providing assistance to an Italian company specialized in the production of small-caliber cartridges and ammunitions (i) in the negotiation of a supply agreement with an American sporting goods retail company, (ii) on Chinese commercial law, (iii) in the setting up of several manufacturing and trading joint ventures in a plurality of jurisdictions and (iv) in non-adverse UK corporate law advice.
- Assisted a primary Italian company, active in the small-caliber ammunition sector, in the acquisition of an Italian company specialized in the manufacturing of super premium hunting and shooting shotshells.
- Assisted a primary Italian company active in the small-caliber ammunition sector on the sale of its equity interest in an Italian lead recycling company.
- Legal advice relating to certain post-closing activities regarding the sale of 100% capital of a private owned Italian company producing specialty chemicals for applications in the coating industry to a producer of chemical specialties for different industrial applications.
- Assisted an Italian leader in the engineering and manufacturing of key cutting machines, transponder technology, electronic and mechanical door and car keys and remote controls - in the acquisition of a controlling stake in the major importers and distributors of keys and key machines in Portugal and in the

acquisition of a majority stake in a Swedish company operating in the sector of distribution and service of key cutting machines and keys.

- Advised the holding company of a leading Japanese industrial conglomerate on the acquisition of 51 percent of the shares in a Peruvian company, which provides replacement hydraulics parts and service equipment to the mining and exploration industry across Peru, where it operates through 22 wholly owned service points.
- Assisted an Italian leading group active in the molding and processing of plastic materials, in the purchase of the entire share capital of an Italian company active in the molding of liquid silicone rubber.
- Assistance to an international manufacturer of rubber, as agent, in a dispute, before the Singapore International Arbitration Center (SIAC), against the principal, related to the breach of the principal's contractual obligations and the termination of the agency agreement.
- Assistance to an Italian manufacturer of heat exchangers and pressure vessels in an international arbitration with seat in Vienna proceeding under VIAC rules and concerning the execution of an agency contract in the oil & gas sector.

### **Real Estate**

- Assisted a multinational Australian real estate project management and construction group in the acquisition of a stake in a development project of a holiday resort in Eastern Sicily.
- Assisted the client, an Australian multinational construction, property and infrastructure company, in the Joint Venture with an Italian real estate company to jointly promote and pursue a commercial development project to develop a shopping center in Rome. Assisting the client also in relation to the due diligence activities.

### **Technology**

- Assisted a global computer technology corporation in the acquisition of the Italian subsidiaries and certain assets from a competitor, a multinational group.