



CURRICULUM VITAE AVV. ELENA PAGNONI

PERSONAL DETAILS

Address: Via ...

Phone: ...

Email: ...

Date of birth 05/10/1963 | Italian Nationality

Professional registration ...

WORK EXPERIENCE

As a Lawyer with over 25 years of experience, Elena Pagnoni specialises in **Capital Markets Law, FinTech, RegTech, Banking and Corporate Law**. Her clients are banks, SIM, SGR, insurance companies, pension funds, real estate funds, both Italian and foreign (LeonTeq, ClauseMatch, Generali, Poste Italiane, Borsa Italiana, Mediobanca, BNPParibas) and State companies (Finmeccanica, Alitalia, Poste Italiane - Bancoposta) offering legal and regulatory assistance. In her work experience she has essentially assisted for the:

- provision of **investment services (MiFID e MiFID2), FinTech** and placement of financial products, including derivatives and structured financial and instruments; issue and listing of debt securities and debt securities in general;
- issue of **payment instruments (limited to banks) in compliance with the Payment Service Directive (PSD e PSD2)** and offer of payment services in Italy;
- issue of **insurance policies linked to bank loans (PPI)** for banks and insurance companies, also regarding related litigation and issues related to the Insurance Distribution Directive (IDD);
- **corporate governance issues of listed companies**, assisting for the set-up of the corporate governance committees and the appointment activities of the board directors also taking part to shareholders meetings representing the majority shareholder.

She followed also some Italian **OPA (Take-over bid) and many M&A transactions** concerning banks or bank units as credit cards business, SGR, insurance funds and companies, offering legal advice both on regulatory issues and due diligence activities. In that field she has also supported the **German Government** in relation to a *bad bank* for the transfer of the financing portfolio and derivative contracts of Italian branches of banks in restructuring.

She recently offered support in the defence of Board Directors and Statutory Auditors of listed companies and SIM in relation to CONSOB and Bank of Italy administrative sanctioning procedures, and for the training on ADR in the bank and financial world, and assistance for an appeal in front of ACF.

From 2015	Partner of Legália Law Firm, Rome
From 2016 to 2019	Member of ABF, upon proposal by Bank of Italy, Bari office
From 2009 to 2015	Of Counsel at Hogan Lovells, Rome office, with work experience also in the London Office. In that period, she was Head of Compliance of CDPII SGR of Cassa Depositi e Prestiti
From 1999 to 2009	Senior Associate for the Law Firm Freshfields Bruckhaus Deringer, with work experience also in the London Office
From 1996 to 1998	Lawyer at Bisconti Law Firm, branch of Rome
From September 1990 to October 1996	CONSOB employee acting, from July 1, 1993, as manager with duties in the field of law and regulations of financial markets, licensed intermediaries supervision, law and economics regulations and corporate governance issues.

EDUCATION and
QUALIFICATIONS

2015 **Corso Assonime Assogestioni**: Induction session practice training for Independent Directors and Statutory Auditors in compliance with the new Self-Regulatory Code

1994 **LLM at Harvard Law School**, Cambridge MA, U.S.A.

1993 **Lawyer** (Bar Exam) for the Court of Appeal of Rome

1988 **LLB (Laurea in Giurisprudenza)** at LUISS Rome University

PUBLICATIONS

Author of various publications on Banking and Finance Law upon which:

“Contratti Swap” in *Trattato dei contratti, I Contratti del Mercato Finanziario*, Vol. II, curated by E. Gabrielli and R. Lener, UTET (II edition, Torino, 2011, II, 1414 – I edition 2004)

“Art. 2341-bis” (Patti parasociali) in *Codice Commentato delle nuove Società*, IPSOA (2011 update, III edition – I edition 2004)

“Commento Art. 206 - Assistenza per l’esercizio della vigilanza supplementare” in *Il Codice delle Assicurazioni Private Commentario dal D.Lgs 7 settembre 2005, n. 209* – curated by Francesco Capriglione, Vol. II,

Cedam, 2007

“I legami creati tra le società quotate dagli Interlocking Directorates: il caso delle banche” – by Magda Bianco ed Elena Pagnoni in “*Proprietà, controllo e governo delle banche*” *Quaderno di Moneta e Credito*, March 1997

Elena Pagnoni/Laura Piatti – “Gestione di Patrimoni e tutela degli investitori”, in *Quaderni di Finanza, Studi e ricerche CONSOB n. 19, 1997*

OTHER ACTIVITIES Chairman of Guglielmo Hüffer Foundation, whose purpose is the cleanliness and decorum of Piazza Cairoli Gardens in Rome, with almost 200 members

TEACHING and REPORTS

Numerous activities as rapporteur on Banking and Capital Markets Law, as:

Speaker at Conferences *Paradigma* from 2005 on asset management and investment services

Training workshops for clients on sales and distribution of insurance products with financial content

Speaker at the Conference “Female Professionalism: from gender quotas to resources for innovation”:

“Beyond quotas: rights, duties, responsibilities and protection for Board Members” (Rome, November 5th 2012)

Speaker for OCSE at Indonesia Stock Exchange, Jakarta, February 16th 2012, Workshop on Disclosure of Beneficial Ownership

Teacher ABI for Law courses 231/2001 on responsibilities of bodies at various Italian banks (2003 e 2004)

LANGUAGES	UNDERSANDING		SPEAKING		WRITING
	Listening	Reading	Spoken Interaction	Spoken Production	
English	C2	C2	C2	C2	C2
French	B2	B2	B2	B1	A2
German	A2	A2	A1	A1	A2





Elena Pagnoni

Elena Pagnoni is Partner of Legalia Law Firm since 2015 and began her career at CONSOB (which is the Italian Commission for Listed Companies and the Stock Exchange) where she worked for 6 years; subsequently she worked for 10 years at the prominent International Law Firm Freshfields Bruckhaus Deringer, coordinating work teams in the Rome and Milan offices, as Senior Associate. Later, for over 5 years, she gained a position as Of Counsel at Hogan Lovells working in Rome, Milan and London offices in the Financial Law department. From 2016 to 2019, upon appointment of the Bank of Italy, Elena served as member of the ABF, the Italian Banking ADR, based in Bari.

Elena graduated with honors from the LUISS University of Rome in Law and holds an L.L.M. at Harvard Law School.

Specialized in Capital Market Law, FinTech, RegTech, Banking Law and Corporate Law, in her twenty years of private professional activity, has provided legal assistance to banks, Sims, asset management companies, insurance companies, pension funds, Italian and foreign real estate funds (LeonTeq, ClauseMatch, Generali, Borsa Italiana, Citibank, Mediobanca, BNPParibas, Assosim (which is the Italian association of financial intermediaries) and State companies (Poste Italiane – Bancoposta, Finmeccanica, Alitalia) providing them with full legal and regulatory advice.

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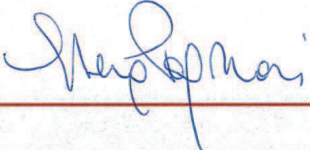
Elena Pagnoni

She also followed various M&A transactions involving banks and other financial intermediaries. In this context, she provided assistance to **General Electric**, in the first transaction in Italy for the purchase of a bank by a non-financial entity, and the **German Government** with regard to a **bad bank FMS-WM** for the transfer of loans and derivatives of the Italian branches of a banking group in crisis. During the start-up phase, she also covered the role of compliance manager of the real estate asset management company of **Cassa Depositi e Prestiti** (CDPII SGR). Recently she has also been dealing with the defense of SIM and social representatives of listed companies (**Giotto Sim, Giglio Group S.p.A.**) in relation to sanctioning procedures.

Elena is recognized as an expert in her area of practice, understanding the clients business needs and able to manage client expectations in difficult situations always maintaining a positive approach. In 2015 Elena attended the "**Induction Session for Directors and Statutory Auditors of listed companies**" course, a training program on duties and responsibilities inherent to the position of member of the administrative and control bodies of listed companies, held by Assonime and Assogestioni.

She is the author of numerous publications on Banking and Financial Law and is often invited as a speaker at seminars and conferences on these subjects.

Elena is married and mother of two children. In 2018 she founded the Guglielmo Hüffer Association, of which she is President, that takes care of the maintenance and the urban decor of the public historic Garden of Piazza Cairolì in Rome. The active citizenship initiative was awarded in November 2019 at the LUISS in Rome with the "Do not waste" Prize during the tenth edition of the Prize.

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