



Consilia Business Management Company Profile

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About us



Founded in May 2004, Consilia Business Management S.r.l. is the result of **sharing experiences in the consulting field aimed at banks, corporate, financial intermediaries and associations.**



Consilia is Premium Partner Equity Market of Borsa Italiana.



The ability to propose **innovative ideas** and provide **concrete solutions** represents the **added value of the services offered by Consilia.**



Flexible, competent and integrated: this is the service we offer...



**Experience and knowledge
at our clients disposal**



**Multidisciplinary approach for custom
made solution**



**Commitment for a special relationship
of trust with clients**

About us: mix of competence



One of the success keys of Consilia is represented by its team, composed by 20 professionals, each of them has a specific cultural and working background for the area of competence (strategy, finance, internationalization, auditing, risk management, compliance, organization, innovative hub, etc.).

Besides its Partners, Managers, Senior and Junior Consultants, Consilia has a network of University Professors, a number of “Of counsel” and other dedicated professionals (Lawyer and Tax specialists).

For their experience and the continuous academic updated preparation, Consilia Team collaborate also to publications and attend to Italian and international conferences.



ACCADEMIC AREA: The presence of University Professors ensures competences and the best methodological solutions...



SUPERVISORY AREA: The contribution of ex Regulators ensures the maximum grip of the prospected solutions to the new regulations



PROFESSIONAL AND ASSOCIATIONS: The contribution of Consilia team to Association and to Professionals (Accountants, Lawyers) is functional to the individualisation of solutions that are considered good practise and acceptable



EXPERTS: The contribution of ex Heads of corporate and institutions in key roles (International Sales, Strategies Risk Management, Auditing, Compliance, etc.) ensures the maximum grip of the solutions to the best practice.

About us: Partners



**Carlo
Arlotta**

- **Professor** of “**Compliance and Risk Management**” at the **Università degli Studi dell’Insubria** and “**Corporate Finance**” at the **Università Cattolica del Sacro Cuore**
- **Qualified Auditor and Chartered Accountant**
- **Former President of the Corporate Compliance Commission of the Order of Chartered Accountants and Auditors**
- **Former Board Member of Discipline Body and Former President of the Finance and Control Management Commission of the Chartered Accountants and Auditors in Milan**
- **President of Finlabo SIM**
- **Member and Auditor of several companies** also listed
- **Experienced in international business consulting and auditing company**
- **Specialized in finance and risk management**



**Claudio
Calvani**

- **Graduated in Economy** at the University of Bari
- **Master in Business Administration MBA** at *Luiss Guido Carli* University
- **Credit broker**, registered in the Order of Brokers and Financial Intermediaries and Qualified Accountant and Auditor
- **Experienced with over ten years in a multi annual skills in the management and development of projects of debt & grant with the main financial and governmental institutions**
- **Experienced as Senior Analyst in Consulting firm and Analyst in bank**

About us: Partnerships



Consilia Business Management, sharing with Borsa Italiana the commitment to support the development of the Italian business system, **has become part of the Premium Partner Equity Markets network since 2010.**

In according to the best international standards, **Consilia BM**, as a Premium Partner Equity Markets, **collaborates with Borsa Italiana to support and grow small and medium-sized Italian companies at every stage of their life-cycle.**



Gotha Advisory S.p.A. is the first Chartered Accountants organization specialized in Finance & Market topics, which brings together more than 26 professional organizations with offices in Milan, Crema, Lecco, Brescia, Turin, Genoa, Reggio Emilia, Florence, Ancona and Rome.

It was established in 2011 to offer to small and medium Companies - at a high rate of growth and innovation - an integrate set of consulting activities about listing process, mini bond issue, investor search, merger & acquisition procedures, planning and control systems, compliance and corporate governance.



The Club of Expert Accountants in Finance & Markets (CEF & M) is a Qualified Professional Association established in Milan in September 2010 following the participation of twenty Chartered Accountants and Accounting Experts - belonging to as many Professional Studies - to the specialization course on the quotation process organized by Borsa Italiana Spa in agreement with the National Council of Chartered Accountants.

One of the most important aim of the Club is to realize a national network of high-professional Accountants with great experience in consulting activities, as well as to promote the diffusion of the risk management culture among the entrepreneurs and professionals assisting SMEs, raising awareness of companies to the national and international capital markets.



Corporate Finance



Debt & Grant Advisory



Strategy and Internationalization



Governance, Risk & Control Advisory



Services to International Organizations



Tax e Legal



Corporate Finance



- Feasibility study about extraordinary transactions, reorganization plan, integration project plan
- Industrial or financial partners research
- Predisposition and review of Business Plan: *assumption and modeling*
- Evaluation, fairness opinion and assistance on purchase price allocation process (PPA)
- Market and Financial Due Diligence, on *Italian GAAP adopter* and on *IFRS adopter*
- Listing processes, presentation and support to *Borsa Italiana Elite program*
- Financial management and debt restructuring optimization
- Innovative finance instruments alternative to the banking channel (bonds, financial bills)
- Implementation and updated of IAS/IFRS

Debt & Grant Advisory



- Finding of the best regional/national/supranational debt & grant sources for research and development projects, internationalization and infrastructural development, through the following services:
 - Perfectibility analysis of the financing instruments for customers development plans
 - Debt/grant applications drafting and submission
 - Drafting and documents management to support the financed project reporting
 - Professional partnership with the financial institutions, thanks to a close cooperation with the operator, maximize the clients benefit

Strategy and Internationalization



- Internationalization feasibility study
- Market analysis
- Strategic and marketing implementation plan
- Partners, distributors and agent research
- Business development support and product and services management
- Pricing model analysis and improvement policies
- Commercial network analysis and reorganization, design of new distribution business model and restructuring plan
- Assistance on Client relationship management improvement
- Recruitment and training of the human resource involved in the internationalization process
- Market, competitor and benchmark analysis
- Framework and SWOT analysis
- Analysis, design and review of business model
- Strategic development policy, action plan and monitoring activities
- Business Plan, strategic plan and budgeting process
- Budget monitoring and management control systems implementation



- Regulatory compliance: D.Lgs 231/2001, L. 262/05, SOX, UK Bribery Act, FCPA, anti-corruption regulation ex L. 190/2012, anti-money laundering procedures, health, security and environment regulations HSE etc.
- Definition of corporate governance
- Outsourcing or co-sourcing of the Internal Audit function or support in the internal control activities
- Process Mapping and Control Assessment
- Supervisory authorities relationship
- Control of the adequacy to the dispositions of the Supervisor Authorities (*Bank of Italy, Consob, IVASS and COVIP*),
- Construction of the annual report and of the *Tableau De Bord*
- Controls on the congruence between operational practices and the corporate policies and procedures
- Compliance with Basilea 3, IAS, Corporate law, Mifid, Anti-corruption, Usury and privacy.
- Internal control system training.
- ERM model framework definition
- Support on the activity of Control & Risk (Self) Assessment
- Support to the analysis, definition, evaluation and management of strategic, financials, operative and compliance risks
- Support to the mitigation risk technique assistance
- ERM reengineering process
- Outsourcing or co-sourcing of the risk management function or support in the risk management activities
- Non performing portfolio restructuring.

Tax & Legal



- Tax compliance
- Due Diligence tax
- Assistance in Tax Audits
- Support for disputes with the Financial Administration
- Defense in Tax Litigation
- Assistance related to domestic and foreign investments
- Drafting of restructuring plans for companies in crisis, debt restructuring and subsequent agreements with creditors within the various tools provided by the relevant legislation, such as recovery plans, restructuring agreements, out-of-court and preventive agreements, restructuring agreements and standstill agreements
- Merger and Acquisition transactions and legal assistance to institutional investors (Private Equity, Venture Capital, others)
- Assistance to the organs of the procedure in the context of competition procedures, agreements, administrative liquidation and extraordinary administrations
- Acquisitions or disposals of companies, assets or credits in the context of liquidation of assets in collateral procedures
- Due diligence on the company's assets under the procedure
- Protection of customers in facing credit claims delivered by competition bodies in the context of revocatory and controversial actions in general

Consilia Business Management S.r.l.



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