

SERGIO GILOTTA
CURRICULUM VITAE

University of Bologna
Department of Legal Studies
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SHORT BIOGRAPHY

Sergio Gilotta is researcher in Business Law (qualified associate professor) at the University of Bologna, where he teaches business law and financial markets regulation. He has a Ph.D. in Corporate Law and Financial Markets Regulation from the University of Bologna and an LL.M. from Harvard Law School. Before joining the Law School in 2012, he taught International Commercial Law at the School of Economics of the University of Bologna and was a Research Fellow at the University of Florence. His research interests range from comparative corporate law to financial market regulation, and include topics such as corporate disclosure, company groups, financial derivatives, insider trading, takeover law, sustainable finance. He authored two books and numerous other national and international publications in the field of corporate law and financial markets regulation.

EDUCATION

June 2010

Dottorato di ricerca (Ph.D.) in Corporate Law and Financial Markets Regulation, University of Bologna

June 2009

Master of Laws (LL.M.), Harvard University, School of Law
Concentration in Corporate Law and Governance

February 2005

Laurea in Giurisprudenza (J.D. in Law), *cum laude*, University of Bologna

PROFESSIONAL EXPERIENCE

Nov. 2012 – Present: Researcher (Lecturer) in Business Law – University of Bologna, Department of Legal Studies

May 2018 – Aug. 2018: Academic Visitor at the Oxford Law Faculty and Visiting Fellow of the Commercial Law Centre at the Harris Manchester College

Sep. 2012 – Jan. 2013: Adjunct Professor of International Commercial Law – University of Bologna, Faculty of Economics

June 2011 – May 2012: Assegnista di Ricerca (Research Fellow) – University of Florence, Department of Civil and Procedural Law

Sep. 2011 – Nov. 2012: Tutor at the “Enrico Redenti” Graduate School of Law, University of Bologna

Sep. 2011 – Nov. 2012: Tutor for the Commercial Law course – University of Bologna, School of Economics

2006 – 2012 Tutor/Teaching Assistant for the Business Law and Financial Markets Law courses – University of Bologna, Faculty of Law

MEMBERSHIPS

Member of the editorial board of the Italian law review “Giurisprudenza Commerciale” (branch of Bologna)

Member of the advisory board of the University of Bologna Law Review

Admitted to the Italian bar

AWARDS AND GRANTS

Recipient of the Bank of Italy’s “Donato Menichella” Scholarship for the 2007-8 academic year

SELECTED PUBLICATIONS (LAST 5 YEARS)

Luca Enriques, Sergio Gilotta, *Justifications for Minority Co-Owned Groups and Their Corporate Law Implications*, «THEORETICAL INQUIRIES IN LAW», 2024, 25, pp. 141 - 160 [journal article]

Sergio Gilotta, *Green bonds: A legal and economic analysis*, in Thilo Kuntz (ed.), *Research Handbook on Environmental, Social and Corporate Governance*, Cheltenham/Northampton, Edward Elgar Publishing, 2024, pp. 226 - 248 [book chapter]

Luca Enriques, Sergio Gilotta, *The Case Against a Special Regime for Intragroup Transactions*, «EUROPEAN BUSINESS ORGANIZATION LAW REVIEW», 2023, 24, pp. 471 - 506 [journal article]

Sergio Gilotta, *Cenni generali su mercati finanziari e strumenti finanziari*, in P. Beltrami (ed), *Le società di diritto speciale*, Bologna, Zanichelli, 2023, pp. 37 - 80 [book chapter]

Sergio Gilotta, *Il dialogo selettivo tra la società quotata e i suoi azionisti*, Milano, Giuffrè Francis Lefebvre, 2022, pp. 344 [book]

Sergio Gilotta, *Il disinvestimento tramite quotazione: opportunità e limiti*, «ANALISI GIURIDICA DELL'ECONOMIA», 2021, 20, pp. 355 - 381 [journal article]

Sergio Gilotta, *Index funds and employee welfare: some exploratory insights*, «ITALIAN LABOUR LAW E-JOURNAL», 2021, 14, pp. 119 - 138 [journal article]

Sergio Carbonara, Sergio Gilotta, *La politica di impegno degli investitori istituzionali*, in F. Raffaele e E. Ruggiero (eds), *Il recepimento in Italia della shareholder rights II*, Milano, Wolters Kluwer Cedam, 2021, pp. 233 – 278 [book chapter]

Sergio Gilotta, *Le società quotate e l'informazione societaria*, in M. Cera e G. Presti (eds), *Il Testo Unico Finanziario*, Bologna, Zanichelli, 2020, pp. 1468 - 1541 [book chapter]

Sergio Gilotta, *EU Takeover Law and the Powerful Anti-Takeover Force of Supermajority*, «THE COLUMBIA JOURNAL OF EUROPEAN LAW», 2019, 26, pp. 1 - 34 [journal article]

Sergio Gilotta, *Riflessioni sull'insider di se stesso*, «LE NUOVE LEGGI CIVILI COMMENTATE», 2019, 42, pp. 395 - 429 [journal article]

SELECTED PUBLICATIONS (PRIOR TO 2019)

Sergio Gilotta, Federico Raffaele, *Informazione privilegiata e "processi prolungati" dopo la Market Abuse Regulation*, «RIVISTA DELLE SOCIETÀ», 2018, 63, pp. 83 - 136 [journal article]

Sergio Gilotta, *Clausole statutarie "di salvaguardia" e principi di interpretazione dello statuto*, «GIURISPRUDENZA COMMERCIALE», 2017, 44, pp. 529 - 545 [case note]

Sergio Gilotta, *The Regulation of Outsider Trading in EU and the US*, «EUROPEAN COMPANY AND FINANCIAL LAW REVIEW», 2016, 13, pp. 631 - 664 [journal article]

Luca Enriques, Sergio Gilotta, *Disclosure and Financial Market Regulation*, in E. Ferran, N. Moloney, J. Payne (a cura di), *The Oxford Handbook of Financial Regulation*, Oxford, Oxford University Press, 2015, pp. 511 - 536 [book chapter]

Sergio Gilotta, *La responsabilità civile da insider trading in una recente pronuncia della Cassazione*, «GIURISPRUDENZA COMMERCIALE», 2015, 42, pp. 1219 - 1244 [case note]

Sergio Gilotta, *Diritto di recesso che consegue all'inizio dell'attività di direzione e coordinamento*, «GIURISPRUDENZA COMMERCIALE», 2014, 41, pp. 592 - 612 [journal article]

Sergio Gilotta, *Interesse sociale, interesse di gruppo e interesse collettivo nella regola sulla responsabilità per abuso di direzione unitaria*, «GIURISPRUDENZA COMMERCIALE», 2014, 41, pp. 176 - 214 [journal article]

Sergio Gilotta, *Trasparenza e interesse societario al segreto: quale equilibrio?*, «ANALISI GIURIDICA DELL'ECONOMIA», 2013, 1/2013, pp. 255 - 285 [journal article]

Sergio Gilotta, *Disclosure in Securities Markets and the Firm's Need for Confidentiality: Theoretical Framework and Regulatory Analysis*, «EUROPEAN BUSINESS ORGANIZATION LAW REVIEW», 2012, 13, pp. 45 - 88 [journal article]

Sergio Gilotta, *Interesse di gruppo e nuove regole sulle operazioni con parti correlate: una convivenza difficile*, «GIURISPRUDENZA COMMERCIALE», 2012, 39, pp. 254 - 274 [journal article]

Sergio Gilotta, *Trasparenza e riservatezza nella società quotata*, Milano, Giuffrè, 2012, pp. 196 [book]

Sergio Gilotta, *In tema di interest rate swap*, «GIURISPRUDENZA COMMERCIALE», 2007, 34, pp. 134 - 158 [case note]

Sergio Gilotta, *Manipolazione del mercato: considerazioni su dinamica del fatto e danni civili da reato*, «GIURISPRUDENZA COMMERCIALE», 2007, 34, pp. 1304 - 1323 [case note]

Sergio Gilotta, *La ripartizione dell'onere probatorio nei giudizi di risarcimento dei danni derivanti dallo svolgimento di servizi di investimento*, «GIURISPRUDENZA COMMERCIALE», 2005, 32, pp. 620 - 643 [case note]

SELECTED FORTHCOMING PUBLICATIONS AND WORKING PAPERS

Sergio Gilotta, *Conduct of Business Rules: A Comparative Analysis*, 2023, forthcoming in E. Martino, H. Nabilou, A. Paces (eds), *Research Handbook on Comparative Financial Regulation*, Edward Elgar [book chapter]

Sergio Gilotta, *Creditor Protection in Cross-Border Conversions, Mergers and Divisions: The New EU Regime Following Directive 2019/2121*, 2023, forthcoming in P. Del Val Talens (ed), *Freedom of establishment and cross-border mobility for companies in the EU*, Wolters Kluwer [book chapter]

Sergio Gilotta, *The New "Sustainable" Conduct of Business Rules of EU Investment Firms*, 2023 [working paper]

PRESENTATIONS, PARTICIPATION TO INTERNATIONAL WORKSHOPS, SEMINARS AND ROUNDTABLES (INTERNATIONAL – IN ENGLISH)

"Protección de acreedores. El marco europeo" ("The protection of creditors in cross-border structural modifications. The European framework"). Speech at the international conference "Modificaciones Estructurales", Universidad Pontificia de Comillas ICADE, Madrid (March 6, 2024)

"Il dialogo fra gli amministratori della società e gli investitori istituzionali" ("The dialogue between company directors and institutional investors"). Speech at the international conference "Derecho de sociedades e intermediarios financieros en la Unión Europea", held at the University of Valencia (Nov. 10, 2023)

"The New "Sustainable" Conduct of Business Rules of EU Investment Firms". Paper presentation at the 13th annual conference of the Spanish Association of Law and Economics, Universidad Pontificia de Comillas ICADE, Madrid (Jun. 29, 2023)

Participation as a discussant to the international conference "A European Tribute to Henry Hansmann", Universidad Pontificia de Comillas ICADE, Madrid (Jun. 28, 2023)

"The New "Sustainable" Conduct of Business Rules of EU Investment Firms". Paper presentation at the "ACLE-EY Comparative Financial Regulation Authors' Workshop", organized by the University of Amsterdam Center for Law and Economics and by Ernst & Young (Apr. 20, 2023)

Participation to the conference "Controlling Shareholders and Control-Enhancing Mechanisms", held at the Tel Aviv University, for the presentation of the paper "Justifications for Minority-Co-owned Groups and Their Corporate Law Implications" (Jan. 5, 2023)

"The protection of creditors in cross-border conversions, mergers and divisions: EU rules and the future Italian implementing legislation". Speech at the workshop "Cross-border mobility for companies in the EU", University of Valencia (Dec. 16, 2022)

"Green Bonds and the Dubious Case for Regulation". Paper presentation at the Bucerius Law School, Hamburg (Apr. 1°, 2022)

"The Case Against a Special Corporate Law Regime for Intragroup Transactions". Paper presentation at the LawFin Research Seminar of the Center for Advanced Studies on the Foundations of Law and Finance (Goethe University, Frankfurt) (Feb. 8, 2021)

"EU Takeover Law and the Powerful Anti-Takeover Force of Supermajority Requirements". Paper presentation at the Midterm Conference of the European Master in Law and Economics, Hamburg University (Feb. 15, 2019)

"EU Takeover Law and the Powerful Anti-Takeover Force of Supermajority Requirements". Paper presentation at the Business Law Workshop, Oxford Law Faculty (May 2, 2018)

"EU Takeover Law and the Powerful Anti-Takeover Force of Supermajority Requirements". Paper presentation at the fourth Workshop on Comparative Business and Financial Law, Fordham University, New York (Feb. 3, 2018)

"The protection of minority shareholders in cross-border mergers: the case of Italy". Paper presentation at the Conference "Cross-border Mergers Directive: EU perspectives and national experiences", University of Cyprus (Oct. 7, 2017)

"The regulation of Outsider Trading in EU and the US". Paper presentation at the 11th annual symposium of the Italian Association of Law and Economics, University of Naples Federico II (Dec. 18, 2015)

Participation as a discussant to the 6th Max Weber Fellows Conference, held at the European University Institute, Fiesole (Florence) (Jun. 14, 2012)

"The conflict between disclosure in securities markets and the firm's need for confidentiality: theoretical framework and regulatory analysis". Paper presentation at the 6th annual symposium of the Italian Association of Law and Economics, University of Bolzano (Dec. 10, 2010)

PRESENTATIONS, PARTICIPATION TO WORKSHOPS, SEMINARS AND ROUNDTABLES (SELECTED EVENTS – IN ITALIAN)

"Green bonds: a Legal and Economic Analysis". Speech at the workshop "Sustainability and the Law", held at the University of Bologna (Nov. 24, 2023)

"Green Bonds: A Legal and Economic Analysis". Paper presentation at the 14th national conference of the "Orizzonti del Diritto Commerciale" association, Rome (May 26, 2023)

Participation as a discussant to the seminar "Central Banks, Regulation and Climate Change", held at the University of Bologna (March 2, 2023)

Participation as a discussant to the conference «Giuscommercialisti "in erba"», Sapienza University, Rome (Nov. 18, 2022)

“EU Takeover Law and the Powerful Anti-Takeover Force of Supermajority”. Paper presentation at Bocconi University, Milan (May 29, 2019)

“The prohibition against outsider trading in the EU: a case of regulatory overreach?” Paper presentation at the 6th annual conference of the “Orizzonti del Diritto Commerciale” association, Rome (Feb. 20, 2015)

“Trasparenza e riservatezza nella società quotata”. Book presentation at the Law Faculty of the Salento University, Lecce (Nov. 4, 2014)

“The conflict between disclosure in securities markets and the firm’s need for confidentiality: theoretical framework and regulatory analysis”. Paper presentation at the 2nd annual conference of the “Orizzonti del Diritto Commerciale” association, Rome (Feb. 11, 2011)