

## ADVISER COMMENTARY

**Fabio Sebastiano**

The activity carried on by the law firm Casa&Associati for the Deroma Group can be summarized as follows:

On spring 2015 I was contacted by then CEO of the Deroma Group to give legal assistance to the company, which was in financial distress, to draft a debt restructuring agreement, pursuant to article 182-bis of Italian Bankruptcy Law.

After having analysed the financial data, taken duly into consideration accounting evaluations, I pondered the legal situation of the Group; my appraisal was that a debt restructuring agreement was not feasible, so my advice to the parental company was to access the extraordinary administration procedure reserved to large-sized companies in financial distress (so-called Prodi-bis pursuant to Legislative Decree 270/1999).

So, on June 2015 I filled the request to access to the aforementioned procedure on behalf of the parental company and for four companies of the Group.

The said procedure has only admitted companies which have the requirements that are summarised as follows: their business should be a commercial activity, they should have at least 200 units employed since at least one year and their financial distress should be severe meaning debts amounting to at least two-thirds both of the balance-sheet and of the revenues.

Furthermore, the insolvency situation into which the companies are going through should be severe but recoverable, meaning that it can be cured. Legislative Decree 270/1999 provides that only companies which have tangible possibilities to recover the financial balance of the business activities and to regain market share can be admitted to the procedure.

This is the main positive aspect of the extraordinary administration procedure, which differentiates it from bankruptcy: the company can be saved and it can continue its business, and its employees keep their job. At the same time, another advantage of the procedure is represented by the fact that it is possible for the company to recover itself under the supervision of the bodies appointed by the relevant Court. These are the reasons why I suggested to the Deroma Group to enter into the mentioned procedure.

The main challenges which we faced during our legal assistance were due to the fact it was a group and not a single company to enter into the procedure. The circumstances of different companies of the Group had to be coordinated and it was necessary to identify the best strategy for the Group's recovery, avoiding that the entrance into the procedure of the parental company and of some important companies of the Group could have a negative impact on the business of the other companies of the Group which were solvent.

## Gruppo Stabila-Deroma to be acquired out of administration

Legal advisers:



CASA & ASSOCIATI  
STUDIO LEGALE

**DENTONS**

**Cappelletto Marco**

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### Transaction Report

#### Gruppo Stabila-Deroma to be Acquired

The announcement of events of interest and offers of purchase of business premises and non-functional assets for the business activities of the Vicenza group Stabila-Deroma was announced.

The sale of assets are ready, awaiting only the proposals from potential buyers of an estimated assets of about 71 million euros in business complexes and about 4.5 million euros of non-functional assets for business activities, including many properties Residential, building land, and agricultural land distributed between the provinces of Siena, Vicenza and Verona.

In July 2015, the Vicenza Tribunal, chaired by Judge Gaetano Campo, had declared Deroma's insolvency status to extend the procedure to the entire Stabila Group a few months later. The application for admission to Deroma's extraordinary administration procedure was submitted by lawyers Casa Federico Casa and Fabio Sebastiano of the Casa & Associati law firm.