

Roberto LIBERATORE, COUNSEL
CURRICULUM VITAE

– Born in Rome on 11 April 1937, with law office in Circonvallazione Clodia n.163 - Rome; Phone 06/3724028 – 37351053; Fax 06/3701910; e-mail studioliberatore@gmail.com

– Member of the Bar Council of Rome, pleading before the Italian Court of Cassation (Membership No. 12810, issued on 30 April 1970).

He formerly served with the "Istituto Nazionale per gli Infortuni sul Lavoro" (*INAIL* - National Insurance Institute against Accidents at Work), in the position of "Principal Legal Advisor" at the headquarters, where he practised and provided advisory services, initially in the institutional sector of industrial accidents and occupational diseases, and later in the asset management sector, with special reference to contracts (regarding purchases, sales, leases, real estate management, supply and procurement), administrative procedures for expropriation, administrative formalities for building permits and licences; and legal disputes with administrative, spatial-planning and tax authorities.

He resigned his post after approximately six years of service in order to serve as **advisor and promoter abroad**, with the objective of obtaining awards of procurement and supply contracts on behalf of a few leading Italian groups active in such sectors as real estate brokerage, public works, consulting engineering and industrial installations, more specifically:

- "Fiat Iveco", "Gruppo Efim", "Società Italiana per Condotte d'Acqua", "Società Immobiliare Sogene", "Società Bonifica S.p.A.", "Società Garboli S.p.A.", "Generale Impianti S.p.A.", "Bastogi Beni Stabili S.p.A.", " Group of enterprises controlled by ing. Alessandro Marchini" , "Kuwait Investment Consortium" and "Gruppo Vianini".
- In this position, he operated in the U.S.A., Canada, France, Switzerland, Kuwait, Tunisia, Morocco, Mauritania, Senegal, Venezuela and Spain.

-The services provided consisted of the following detailed activities:

- A preliminary study of the legislation of the relevant Country, centred on opportunities for foreign capital investments and the establishment of public-private

partnerships, with special reference to those aspects related to corporate law, foreign exchange transactions, taxation and union relations.

- Selection of local partners – where required by the regulations of the relevant country or on grounds of expediency – and early negotiations with partners.
- Research for work orders in the form of public or private, national or international procurement contracts based on private negotiations or restricted procedures.
- Assistance and advisory services for participation in procurement procedures, for the establishment of companies under local laws, or for the establishment and management of local operational centres.
- Acquisition and management of public relations and operational contacts as to provide a company having established a branch outside Italy with full support and a balance of powers vis-à-vis the local partner and to create the requisite conditions for the company's stable and autonomous inclusion within the economic, social and operational fabric of the relevant country.

Fund leveraging through national, EU and international debt financing, as necessary for the acquisition of work orders, either covered or not by the SACE insurance. .

- Recently, among various operations, he provided legal assistance in:
 - drafting franchising contracts between italian enterprises, operating in luxury fashion products, and business entities and individuals from Iran, Kuwait and Marocco, affiliated with the brand Versace and Roberto Cavalli in Iran, Loriblu in Kuwait and Marocco.
 - Setting up companies in the US, on behalf of italian companies, and registration of patents in US to secure products created by the mentioned italian companies.
 - He got mandates by Iranian entities to negotiate and enter into licencing, partnership, dealership agreements with Italian and multinational companies ; among others, he was appointed by the Social Security Organization and the holding I.R Social Security Investment to explore the possibility of a joint venture or partnership with FIAT/FCA.
 - He is the legal advisor, in Europe, of the Iranian group of companies controlled by Prof. Eng. Mehdi Firouzan, dealing in the publishing, culture, fashion areas, as well as in the international trading.

At the same time, with his law firm, he performed the legal practise in Italy, providing advisory services and assistance in the following areas:

- Copyright (patents, brands and websites).
- Public and private employment – he currently provides advisory assistance to 500 employees of the Italian Ministry of Justice, Judicial Division, part of whom are also members of the F.L.P. (Federazione Lavoratori Pubblici e Funzioni Pubbliche - Italian Federation of Public Workers and Civil Servants), claiming rights to the requalification opportunities which have been illegitimately denied for many years, as well as, for retirement purposes, the calculation of judicial/administrative benefits to be paid as a fixed element of their wages.
- Labour law, in addition to the most recurrent issues related to various types of employment, layoffs, professional qualifications, etc., he either initiated or defended harassment suits (in which senior executives of important hospitals and health authorities were also involved), or criminal suits for maltreatment or violent coercion committed by employers, and for the award (ultimately obtained) of compensation for hedonic damages caused by arduous work, even in cases in which such damages had already been paid as overtime (collective action against the "IVU", a Rome watchman service).
- Public and private contracts, with special reference to real estate transactions and service procurement contracts.
- Tax law, limited to his pleading practice before the Court of Cassation.
- Bankruptcy law: provision of procedural assistance following his appointment by the bankruptcy judge; actions against the court's adjudication of bankruptcy; belated filing of claims and consequent legal proceedings; negotiations and arrangements prior to bankruptcy, and stipulation of related settlement agreements; opposition to the liquidators' processing and adjudication of claims, and liability action against the liquidators.
- Arbitration proceedings – both as arbitrator and as defence counsel.
- Civil and professional liability actions – particularly in the health sector; pleaded before criminal and civil judges in cases of wrongful death or physical injury.
- Proceedings for equitable relief (Pinto Act).
- Corporate law: advisory services and legal assistance.
- Family law: divorce, separation and custody of minors.

- Inheritance/hereditary succession and division of estates.
- Ownership rights: with reference to such matters as positive prescription, easements, possessory actions and actions for disturbance of possession; legal distances; breaches of spatial-planning and code standards.
- Advisory assistance to foreign clients with interests in Italy, in association with legal counsel practising in each relevant country (especially the USA, Canada, Tunisia and Morocco).
- Criminal law: with special reference to corporate offences and to cases related to hospitals and health services.
- Administrative law, with special reference to spatial planning and civil service.
- Italian Court of Auditors, especially in cases of liability for losses caused to the Inland Revenue Service and pension funds.

Law Practise Highlights:

– In the years 1998/99, he assisted and represented ***Intercoop S.p.A.***, a promoter company of the *Lega delle Cooperative* (League of Cooperatives) in an arbitration proceeding it had initiated against the Italian Ministry of Foreign Affairs - General Directorate for Development Cooperation - for works in Colombia, as well as in many disputes before Italian and Algerian courts against Algerian public contractors with regard to projects implemented in Algeria and interrupted for force majeure events (terrorist acts and carnages by Muslim extremists).

–In 1999, he assisted the **Frosinone Local Health Agency (ASL)** in a few cases of litigation. He acted as arbitrator appointed by the *ASL* in an arbitration proceeding initiated by a contracting company.

–In the years 2000/01, he was legal counsel to the ***I.F.O. - I.R.C.C.S. (Istituti Fisioterapici Ospitalieri - Istituto di Ricovero e Cura a Carattere Scientifico*** - Hospital Physiotherapy Institutes - Scientific Institute of Admission and Care) – which, at that time, was comprised of the "Regina Elena", "Spallanzani" and "San Gallicano" hospitals.

Among other assignments, he assisted and provided advisory services to the foregoing Institute in the acquisition of the current Mostacciano complex, participated in its entire acquisition procedure with the seller "S. Raffaele" Foundation of Milan (headed by Don L. Verzè) and represented the Institute in the legal disputes it initiated against the Foundation for a contractual breach or, in the

alternative, for pre-contractual liability, as well as in the interlocutory action which culminated in the seizure of the Foundation's assets for protective purposes.

Following such actions, the opposing party agreed to a settlement, pursuant to which it paid the Institute 7 billion lire in compensation for damages and legal expenses. Immediately following the settlement, the undersigned was entrusted by the then-official receiver with the task of initiating negotiations with the "Tosinvest" company, i.e. the assign of the "San Raffaele" Foundation acting in its capacity as prospective purchaser of the hospital complex; the undersigned conducted the negotiations together with the official receiver and the chief executive officer until the installation of the new Minister and the new Chairman of the Regional Cabinet.

-Other healthcare bodies, to which he has provided advisory services and assistance, are:

The "Cristo Re" Hospital of the "Istituto Figlie di Nostra Signora al Monte Calvario" (Rome, via delle Sette Chiese); "A.C.I.S.M.O.M. – Associazione dei Cavalieri Italiani del Sovrano Ordine di Malta" (Association of the Italian Knights of the Sovereign Military Order of Malta) ("San Giovanni Battista" Hospital - via Morselli - Rome); "Istituto 'Maria Adelaide Figlie del Cuore di Maria'" (via delle Sette Chiese – Rome); and the nursing home "Casa di Cura Sacro Cuore" (controlled by Ge.Cli. S.p.A.) via Poerio 100 - Rome.

-From 2001 to 2009, the undersigned provided assistance and advisory services to the **"Istituto Tumori Giovanni Paolo II I.R.C.C.S."**, formerly "Ospedale Oncologico di Bari" (hereinafter the "Institute"). Among the other functions, the undersigned assisted the Institute in litigations complex and of considerable value against the companies that had been successive owners of the "Mater Dei" hospital (now the Institute) and that had also been in charge of providing technical and operational services contracted on behalf the Institute, which uses the hospital for its research and medical care services. The disputes were favourably concluded in part by a ruling of the Italian Court of Cassation sitting en banc in which the contractual relationship was renewed in the terms requested by the Institute. The remaining issues were settled in a manner particularly advantageous to the Institute. Since January 2009, he has provided assistance and advisory services to the **"Università Cattolica del Sacro Cuore – Policlinico Gemelli"** (Catholic

University of the Sacred Heart – Gemelli Polyclinic -contact department: *Ufficio Affari Legali e Contenziosi* – Legal Affairs Dept.), both in judicial (civil, criminal and labour law) and extrajudicial settings.

-From 2013 through 2015, he provided legal assistance to the family of the Iranian/Lebanese Imam Mousa Sadr - founder of the Sciita party in Lebanon - persuading the District Attorney Office of Rome to reopen the case and conduct further investigations regarding the disappearance of the Imam, occurred in 1978. Such investigations concluded with a decree fully satisfactory for the Imam's family, for the Iranian, Lebanese and Italian Institutions and for the huge number of people admiring that great figure still missing.

-Master in International Commercial Contracts at “Altalex Formazione” in Rome.

-Speaking and writing English and French, a cursory knowledge of Spanish.

Rome, Dec. 16, 2015

Roberto Liberatore