

# CARLOTTA ILARIA D'ERCOLE

Citizenship: Italian  
Place of Birth: Milan, Italy

## Executive Profile

---

Lawyer with over 20 years of professional experience in top law firms, global organizations and corporations. Currently serving as Global General Counsel at IRCA Group., one of the world's leading group in chocolate, creams, and high quality ingredients with a solid History of over 100 years in the sector, the Group has its headquarters in Italy (Gallarate) and a strong global footprint with 23 production sites and over 2000 employees in Europe, United States and Vietnam.

Proven experience and substantial knowledge in a variety of business and legal matters coupled with proven ability to communicate it clearly and effectively.

Skills and expertise: Legal Risk Assessment and Management – Transaction Structuring and Execution – Capital Markets and Corporate Finance – Mergers, Acquisitions and Joint Ventures – Contract Negotiation and Drafting – Multi-Jurisdictional Legal Analysis - Regulatory Compliance and Investigations – Corporate Affairs and Secretary – Litigation and arbitration

## Experience Summary

---

### CURRENT ROLES

IRCA Group (Irca S.p.A.) – Gallarate, Italy

- Global General Counsel, September 2023 -present

### PAST ROLES

SNAM S.p.A. – Milan, Italy

- Senior Vice President – Energy Transition Legal Affairs, November 2021 – September 2023
- Board Member, Greenture S.p.A., October 2022– September 2023
- Board Member, Renovit S.p.A., società benefit, March 2020 – September 2023
- General Board (*Consiglio Generale*) Member, Proxigas, October 2021 – September 2023
- Head of Partnerships, Real Estate and No Profit Legal Affairs , Snam S.p.A., November 2019 – November 2021
- CEO Office, Snam S.p.A., April 2018 – November 2021
- PMO Legal, Governance, Compliance ERM & HSEQ, Snam S.p.A., December 2020 – June 2021
- Senior Legal Counsel, Snam S.p.A., September 2017 – April 2018

WORLD FOOD PROGRAMME – Rome, Italy

- Legal Consultant, November 2016 – September 2017

DART S.r.l. – Rome, Italy

- Legal Counsel, January 2016 – November 2016

BONELLI EREDE LOMBARDI STUDIO LEGALE – Milan and Rome, Italy

- Senior Associate, July 2005 – December 2016
- Junior Associate, April 2002 – September 2004

SULLIVAN & CROMWELL – New York, U.S.

- Visiting Foreign Lawyer, September 2004, July 2005

STUDIO PROF. UGO CARNEVALI – Milan, Italy

- Trainee, November 1999 – March 2002

## Education

---

UNIVERSITÀ CA' FOSCARI – Venezia, Italy

Corso di Alta Formazione *Sustainable Business model* – January 2023

UNIVERSITÀ DEGLI STUDI DI MILANO – Milan, Italy

Master's Degree in Law – Final mark: *magna cum laude* – October 1999

UNIVERSITÉ SCHUMANN, STRASBOURG - Strasbourg, FRANCE – April 1999

Diplôme supérieur de droit comparé.

UNIVERSIDADE DE DIREITO DE COIMBRA – Coimbra, Portugal

Erasmus student program – September 1997, July 1998

Confidential

## Additional Information

---

LANGUAGES: Italian – Mother tongue; English – Proficient; Portuguese and Spanish – Fluent; French – Conversational

### Experience

---

SNAM S.p.A., San Donato Milanese (Milan)

*Senior Vice President - Energy Transition Legal Affairs*

- Supported the top management and acting as business partner for legal matters with respect to the projects in energy transition, including green gas (biomethane and hydrogen), carbon capture and storage, energy efficiency, reforestation projects, both in Italy and abroad.
- Supported the top management in participating to PNRR, IPCEI and other public funding projects.
- Supported the top management with respect to the no profit activities of the Snam Group, including Snam Foundation, Fondazione Venezia, World Wellbeing Movement and all the projects during the pandemic emergency, as well research and studies with Universities, research centers and other public entities.
- Legal advice activities including transaction structuring, legal risk assessment, and analysis, drafting and negotiation of corporate, commercial, financial and operational agreements and documentation, legal assistance in M&A transactions.
- Managed a team of 15 internal lawyers.

*Head of Partnerships, Real Estate and No Profit Legal Affairs, November 2019 – November 2021*

- Supported the top management and acting as business partner for legal matters with respect to several business units and projects in Snam, including Business Unit Hydrogen, Real Estate, Snam Foundation, Arbolia, and in general in several special projects and partnerships of the Group in Italy and abroad (e.g. India, US, Saudi);
- Legal advice activities including transaction structuring, legal risk assessment, and analysis, drafting and negotiation of corporate, commercial, financial and operational agreements and documentation, legal assistance in M&A transactions.

*CEO Office, April 2018 – November 2021*

- Chief of Staff for the CEO
- Responsible for the governance of the Leadership Team
- Responsible for the preparation of the documents and material for the CEO's institutional meetings

*PMO Legal, Governance, Compliance, ERM & HSEQ, December 2020 – June 2021*

- Supported the CEO acting as general counsel ad Interim in the transition period until the replacement of the general counsel.

WORLD FOOD PROGRAMME, Rome, Italy

*Legal Consultant – November 2016 – September 2017*

- Legal advice on cash-based transfer projects; draft and negotiate commercial, financial and operational agreements; carry out legal researches and provide advice, reports or memoranda; study and provide legal interpretation on WFP's or UN's Internal rules and regulations.

BONELLI EREDE LOMBARDI STUDIO LEGALE, Milan and Rome

*Junior/Senior Associate – April 2002 - December 2016*

- M&A transactions include advising companies and going concern acquisitions, mergers and demergers, competitive bid process (also within extraordinary administration procedures) as legal counsel both to sellers and purchasers, bancassurance transactions; incorporation of close-ended real estate investment funds
- corporate governance matters: legal advice to listed and non-listed companies on corporate governance matters and drafting of bylaws, internal codes and regulations of corporate bodies
- capital market transactions include advising companies in international public offering (including privatizations of public companies through IPO), capital increases, bonds and convertible bonds issuances, public tender offers; legal advice to listed and non-listed companies on a regular base on civil and corporate law matters, including group reorganizations, joint ventures and other extraordinary corporate transactions
- regulatory matters: legal advice to companies operating in regulated sectors such as banks, financial institutions, insurances and listed companies in general
- commercial agreements: legal advice, including drafting and negotiation on commercial contracts, including, services agreements, asset management agreements, supply agreements, lease agreements, operations and maintenance agreements, sponsorship agreements and other;

SULLIVAN & CROMWELL, New York, U.S.

*Visiting Foreign Lawyer – September 2004 – July 2005*

- legal advice in M&A and capital market transactions;
- advising U.S. companies in SEC investigation proceedings;
- legal assistance to a US company participating in a bidding procedure for the purchase of an Italian company;
- drafting legal opinions and carrying out legal researches on U.S.
- corporate law

STUDIO PROF. UGO CARNEVALI, Milan, Italy

*Trainee, November 1999 - April 2002*

- Litigation and Arbitration Court mainly concerning: corporate responsibility of members of the board of directors or statutory auditors of Italian companies; insurances and medical malpractice; torts and civil responsibility in general;
- Arbitration activity as secretary of the arbitration panel.

Currently no board of directors or supervisory bodies positions held.



Carlotta Ilaria D'Ercole