Annex 1, at art. 1, par. 2 - «Modello SRL»
Model of the deed of incorporation of limited liability companies based in Italy and with capital paid-up with monetary contributions, pursuant to article 2, paragraph 3, of legislative decree 8 November 2021, n. 183.

DEED OF INCORPORATION OF LIMITED LIABILITY COMPANIES IN VIDEOCONFERENCE
ITALIAN REPUBLIC

1. Year [...]
2. Day [...]
3. Month [...]
4. Place [...]

Before me [...] Notary in […], registered at the Notary Council of the District of […], competent by the fact that at least one of the parties that have intervened resides in the territory of the Region where the notary office is placed or abroad

HAVE COME TOGETHER

in videoconference, pursuant to article 2 of Legislative Decree 8 November 2021, n. 183, through the use of the telematic platform prepared and managed by the National Council of Notaries,

MR/MESSRS and/or MS/MRS/MMES

5. name [...]
6. surname [...]
7. born in [...]
8. on the [...]
9. citizen of [...]
10. resident in […] [and domiciled in […]] *[fill if relevant]*
11. fiscal code [...]

[…] 12. *[fill if relevant]* as legal representative of […] [*indicate name and surname, in the case of an individual; or the denomination / company name*] according to the powers resulting from:
[…] Registration n. [...] in the business register of the Chamber of Commerce of [...] [*indicate the name of the Chamber of Commerce*]
[...] deed [...] [*indicate the nature of the deed and its details*] attached hereto
[*add as many recurrences as there are constituent members*]

[…] [fill if relevant]

ARE ALSO PRESENT

at the place mentioned above

MR./MESSRS. and/or MS./MRS./MMES./MSES.

5. name [...]
6. surname [...]
7. born in [...]

8. on the [...]
9. citizen of [...]
10. resident in […] [and domiciled in […]] *[fill if relevant]*
11. fiscal code [...]

[…] 12. *[fill if relevant]* as legal representative of […] [*indicate name and surname, in the case of an individual; or the denomination / company name*] according to the powers resulting from:
[…] Registration n. [...] in the register of companies of the Chamber of Commerce of [...] [*indicate the name of the Chamber of Commerce*]
[...] deed [...] [*indicate the nature of the deed and its details*] attached hereto
[*add as many recurrences as there are constituent members*]

The aforementioned party / s, of whose personal identity I, the notary, am certain, requests / request to receive this deed, by virtue of which the following is agreed.

13. A limited liability company is incorporated
called [...] s.r.l.
14. The company's purpose is […], as better specified in the statute set out below.
15. The company has its registered office in […] [*indicate only the city*].
15.1 For the purpose of registering this deed of incorporation in the register of companies, the address of the registered office is set in the City indicated in the previous point, in via […], at no. […].
[...] 15-bis [*fill if relevant*] The company has a secondary office in [...] [indicate only the city]
16. The duration of the company is indicated in the statute.

17. The share capital is set in euro [...], fully subscribed by the shareholders as follows:
- by the shareholder […] [*specify name and surname, or company name*] for a shareholding with a nominal value of euro […] equal to […]% of the share capital, to be paid with monetary contributions;
[*add as many recurrences as there are constituent members*]

18. Pursuant to article 2464, fourth paragraph, of the civil code, as well as article 2, paragraph 1, of legislative decree 8 November 2021, no. 183, [...] per cent of the share capital, as established above and subscribed in euro [...] (euro [...]), has been paid by each shareholder with reference to the shareholding respectively subscribed, by means of corresponding bank transfers credited to the dedicated account referred to in article 1, paragraph 63, of law no. 147, in the name of me, Notary, at the Bank [...] (Iban [...]), and more precisely:
- by the shareholder [...] for the amount of euro [...], by bank transfer made on [...], with debit on the bank account held by the same at the bank [...], with value on my current account dedicated by [...] (C.R.O. n. [...])

[add as many recurrences as there are constituent members]

[optional if only 25% of the capital has been paid-up] The residual capital will be paid-up in the manner and within the times that the administrative body deems appropriate.

The appearing parties entrust me, the notary, with the task of delivering the sums as above deposited to the company, once the registration procedure in the competent register of companies has been completed, by means of a corresponding bank transfer to the current account in the name of the same company.

19. The company will be governed by this deed of incorporation and by the statute that is attached to this deed to form an integral and substantial part of it.

20. The fiscal years will close on [...] each year and the first will close on [...].

21. The company will be managed:

[select one of the following options]
[...] by a sole director, in the person of Mr. [...] *[indicate name, surname, place and date of birth, domicile, citizenship, fiscal code]*
[...] by a board of directors composed of n. [...] members, in the persons of Mr./Messrs. and/or Ms./Mrs./Mmes./Mses.: [...] *[indicate name, surname, place and date of birth, domicile, citizenship, fiscal code - as many occurrences as there are members of the board of directors]*
Mr. or Ms./Mrs. [...] is appointed president of the board of directors
[...] *[fill if relevant]* Mr. or Ms./Mrs. [...] is appointed vice-president of the board of directors
[...] by Mr./Messrs. and/or Ms./Mrs./Mmes./Mses.:
[indicate name, surname, place and date of birth, domicile, citizenship, fiscal code - as many occurrences as there are appointed directors], which operate jointly
[...] by Mr./Messrs. and/or Ms./Mrs./Mmes./Mses.:
[indicate name, surname, place and date of birth, domicile, citizenship, fiscal code - as many occurrences as there are appointed directors], which operate separately

22. The administrative body thus appointed will remain in office:

[select one of the following options]

[…] indefinitely
[…] until the date of [...] [dd / mm / yyyy]
[…] until the date of approval of the financial statements closed on [...] [dd / mm / yyyy]

23. *[if the appointed Directors are present]* Mr./Messrs. and/or Ms./Mrs./Mmes./Mses. [...], appointed to the office of directors, accept the office conferred, ask for their appointment to be registered in the register of companies and, in accordance with what has already been communicated to the shareholders, declare that there are no causes for ineligibility provided for by article 2382 of the civil code, nor prohibitions from the office of director adopted against them in a member state of the European Union.

24. The expenses and taxes relating to this deed, which are estimated in approximate euros [...], are borne by the company.

[25. Digital signature of the constituent (s) and the Notary]

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STATUTE

1. Company name
1.1 The limited liability company called [...] s.r.l. is established.

2. Headquarters
2.1 The company is based in the City of [...], at the address registered in the register of companies.
[...] *[optional]* 2.2 A secondary office is also provided in the City of [...], at the address also registered in the register of companies.
2.3 It is in the faculty of the administrative body to establish other local units or to transfer the registered office and the secondary office, where established, within the aforementioned City.
2.4 The establishment of secondary offices and the transfer of the registered office to a different city fall within the competence of the shareholders.

3. Object

3.1 The company's purpose is: […].
3.2 The company can hire and grant agencies, commissions, representations and mandates, as well as carry out all commercial, financial, securities and real estate operations, necessary or useful for the achievement of the corporate purposes.
The company may also acquire interests and shareholdings in other companies or enterprises of any nature having a similar, similar or connected object to its own. It may also issue sureties and other guarantees in general, including real ones, as long as they are directly connected with the corporate purpose.
All such activities may be carried out on a non-exclusive or prevalent basis, not in relation to the public and in compliance with the current rules on reserved activities.

4. Duration
4.1 The duration of the company is set as follows:
[select one of the following options]
[...] 4.1.1 until [...]
[…] 4.1.2 undetermined

5. Share capital
5.1 The share capital is equal to euro [...] and, in the case of multiple shareholders, is divided into shares pursuant to article 2468 of the civil code.
5.2 The share capital may be increased against payment, through new monetary and non-monetary contributions, or free of charge, through the transfer to capital of reserves or other funds recorded in the financial statements as they are available.
In the event of an increase in the share capital by means of new contributions, the Shareholders have the right to subscribe it in proportion to the shareholdings they own. Shareholders are entitled to expressly provide in the decision to increase the share capital, which can also be implemented by offering newly issued shareholdings to third parties, except in the case referred to in art. 2481-ter of the code civ .; in this case it is for the Shareholders who have not allowed the decision to have the right of withdrawal.
All elements of the assets susceptible of economic evaluation, including the provision of work or services in favor of the Company, can be conferred in order to release the capital increase as payment of the capital; the resolution to increase the share capital must establish the procedures for the contribution: in the absence of any indication, the contribution must be made by monetary contributions.
The share capital may be reduced in the cases and in the manners prescribed by law by resolution of the Shareholders' Meeting to be adopted with the majorities required for the amendment of this deed.

6. Ownership shares in the share capital
6.1 The ownership shares in the share capital:
[select one of the following options].
[…] 6.1.1 are determined in proportion to the contribution
[…] 6.1.2 may be assigned to shareholders in an amount that is not proportional to the contributions made by them to the share capital.
6.3 Pursuant to Article 2474 of the Civil Code, the company cannot purchase or accept its own shareholdings as collateral, or grant loans or provide guarantees for their purchase or subscription.
6.4 The social rights are due to the shareholders in proportion to the shareholding owned by each.

7. Transfer of ownership shares
[select one of the following options]
[...] First option: free transferability of shares
7.1 The ownership shares in the company are divisible and transferable in whole or in part, to Shareholders and third parties, by deed between living and due to death.

[...] Second option: absolute transfer ban

7.2 The inter vivos transfer of ownership shares in the share capital is prohibited.
[...] *[optional]* 7.2.1 The right of withdrawal provided for by article 2469, second paragraph, of the Italian Civil Code for the case of clauses containing provisions for the non-transferability of the shareholdings, can only be exercised after twenty-four months from the establishment of the company or subscription of the participation.

[...] Third option: right of pre-emption
7.3 In the event of a transfer for consideration and against monetary consideration of shares in the share capital by deed inter vivos, the other shareholders have the right of pre-emption, except in the case in which the transfer takes place between settlor and fiduciary company and vice versa.
[...] *[optional]* 7.3.1 the right of first refusal is also excluded in the event that the transfer takes place in favor of other shareholders, the spouse, relatives of the alienator within the third degree and his relatives within the second degree.
7.3.2 The shareholder who intends to make the transfer by way of a deed for consideration, must first make an offer, under the same conditions, to the other shareholders through the administrative body, to whose members she/he must communicate the share to be transferred, the requested price, the payment conditions, the exact personal details of the potential third party buyer and the deadline for signing the translation deed.
7.3.3 Within the term of [...] days from the date of receipt of the aforementioned communication, the administrative body must give notice of the proposed sale to all the shareholders listed in the register of companies on the aforementioned date, assigning them a term of […] days, from receipt of the communication, for the exercise of the right of pre-emption. The right of pre-emption is validly exercised only if it relates to the entire share being transferred.
7.3.4 Within the term indicated in the previous point, the shareholders, under penalty of forfeiture, must notify the proponent and the members of the administrative body of their intention to exercise the right of pre-emption, specifying whether it also refers to the shares for which the pre-emption right was not exercised by other shareholders. The receipt of this communication by the last of the members of the administrative body constitutes the moment of completion of the transfer deed.
7.3.5 In case of exercise of pre-emption, the signing of the transfer deed and the payment of the amount due must take place within the following [...] days.
7.3.6 In the event that none of the shareholders makes use of the right of pre-emption, the transferring shareholder may proceed with the transfer within the terms indicated in his proposal.

8. Ownership shares of the deceased shareholder
[...] *[option selectable only if, in Article 7, the third option (right of pre-emption) has been selected]* 8.1 In the event of the death of a shareholder:
[select one of the following alternatives]
8.1.1 the share in the share capital of the deceased is automatically increased to the other shareholders who, in this case, must pay the heirs of the deceased shareholder the value of the share, determined in the same manner prescribed for the estimate of the shareholding of the withdrawn shareholder.
8.1.2 the shareholding of the deceased shareholder is transferred to the heirs or legatees, who appoint, for the exercise of social rights, a common representative.

9. Withdrawal of the shareholder
9.1 Shareholders have the right of withdrawal in the cases provided for by law.
9.2 The shareholder who intends to withdraw from the company must notify the administrative body by means of a digitally signed electronic document sent by certified e-mail, to be sent within [...] days from the registration in the register of companies or, if not provided, from the transcription in the register of decisions of the shareholders of the decision that legitimizes it, with the indication of the personal details of the withdrawing shareholder, of the domicile for communications relating to the procedure.
9.3 If the fact that legitimizes the withdrawal is different from a decision, it can be exercised no later than the same term referred to in point 9.2, starting from the moment of its knowledge by the shareholder.

9.4 The administrative body is required to communicate to the shareholders the facts that may give rise to the exercise of the withdrawal within […] days from the date on which it itself became aware of them.
9.5 The withdrawal cannot be exercised and, if already exercised, it is ineffective if, within ninety days from its exercise, the company revokes the resolution that legitimizes it or if the dissolution of the company is declared.
9.6 The withdrawal and the liquidation of the participation are governed by the current provisions of the law.

10. *[optional]* Shareholder exclusion
[...] *[optional]* 10.1 The shareholder may be excluded from the company upon the occurrence of the following circumstances, to be understood as cases of just cause:
[select one or more of the following options]
[…] 10.1.1 disqualification, disqualification, bankruptcy of the shareholder
[…] 10.1.2 exercise of an activity concurrent with that of the company
[...] 10.1.3 cancellation from the professional register, where this registration is functional to the performance of the corporate business

[...] 10.1.4 inability to perform a work or service provision to which the shareholder is obliged pursuant to article 2464 of the civil code
- *[linked to the previous one]* 10.2 The exclusion of the shareholder is decided by the shareholders' meeting with the favorable vote of the shareholders representing *[percentage or share (e.g. absolute majority; two / thirds; three / fourths; etc.)]* of the share capital, not counting the shareholding of the shareholder whose exclusion is concerned.
- *[linked to the previous one]* 10.3 The exclusion is communicated to the excluded member by certified e-mail and takes effect thirty days after its receipt. Within this period, the excluded shareholder can activate the arbitration procedure administered at the following arbitration chamber, pursuant to articles 34 and following of the legislative decree January 17, 2003, n. 5: [...], with a request for the appointment of a single arbitrator. If the aforementioned arbitration procedure has been activated, the effects of the exclusion decision are suspended until its decision.

- *[linked to the previous one]* 10.4 From the date of receipt of the notice of exclusion, without prejudice to the suspension of the effects where the administered arbitration procedure provided for in the previous point has been activated, the terms referred to in article 2473 of the civil code shall run for the reimbursement of participation to the excluded member. Pursuant to article 2473-bis of the same code, reimbursement cannot be made by reducing the share capital.
- *[linked to the previous one]* 10.5 if the company is made up of only two shareholders, the occurrence of a cause of exclusion for one of them must be ascertained through the administered arbitration procedure indicated in point 10.3, activated upon request of the other.
- *[linked to the previous one]* 10.6 In the above cases, the sole arbitrator also determines the distribution of the costs of the arbitration procedure.

11. Shareholders' decisions
- 11.1 The following are within the competences of the shareholders:
i) decisions on the following matters:
1) the approval of the financial statements and the allocation of profits;
2) the appointment of directors;
3) the appointment, where the conditions exist, of the control body or auditor;
4) amendments to the deed of incorporation;
5) the completion of operations that involve a substantial modification of the corporate purpose determined in the deed of incorporation or a significant modification of the rights of the shareholders;
ii) decisions on matters that one or more directors submit for their approval;
iii) decisions on matters for which shareholders representing one third of the share capital require the adoption of a shareholders' decision.

12. Methods for adopting the decisions of the shareholders

12.1 the decisions of the shareholders are adopted by resolution of the shareholders' meeting pursuant to article 2479-bis of the civil code and the provisions of this statute.

13. Convening of the shareholders' meeting
13.1 The meeting is convened by the administrative body, also at the request of that many shareholders representing at least one third of the share capital, by means of a notice in the form of a digitally signed electronic document forwarded to the certified e-mail address of the shareholders at least eight days before the date set for the meeting, with indication of the day, time and place of the meeting, as well as the topics on the agenda. An additional second call date may be provided for in the notice of call, in the event that the shareholders' meeting is not legally constituted in the meeting provided for in the first call.
The assembly can be convened at the registered office or elsewhere as long as it is in the national territory.
13.2 Pursuant to article 2364, second paragraph, of the civil code, the Shareholders' Meeting must be convened every year within [...] *[not more than one hundred and twenty]* days from the end of the financial year for the approval of the financial statements, or within the deadline of […] *[no more than one hundred and eighty]* days in the case of a company required to prepare consolidated financial statements or when special requirements relating to the structure and purpose of the company require it.

14. Presidency of the shareholders' meeting
14.1 The chairmanship of the meeting is held by the sole director, the chairman of the board of directors, the oldest of the multiple directors not meeting in the college, or, failing that, the person designated by the shareholders with a simple majority of the capital present.
14.2 The chairman of the assembly verifies the regularity of the constitution of the assembly, ascertains the identity and legitimacy of those present, regulates its functioning and ascertains the results of the votes.
14.3 The meeting may take place, where this is authorized by the persons referred to in point 14.1 during the calling stage, even with attendees located in several places, connected by audio and video, provided that the collegial method is respected. In such cases, the meeting is understood to be held in the place where the chairman is located.
14.4 In any case, the resolution is intended to be adopted when the entire share capital participates in it and all the directors and statutory auditors are present or informed of the meeting and no one opposes the discussion of the topic.

15. Shareholders' decisions - quorum
15.1 The meeting, both on first and second call, is duly constituted with the presence of many shareholders representing at least half of the share capital and deliberates by an absolute majority of the capital present.
Resolutions concerning the amendments to the deed of incorporation and to the statute, the completion of operations that involve a substantial modification of the corporate purpose or a significant modification of the rights of the Shareholders, or the dissolution of the Company, the setting of the number of liquidators, their appointment and their powers are assumed, both on first and second call, with the favorable vote of many shareholders representing at least […] per cent of the share capital.
The attribution to individual shareholders of special rights pursuant to the third paragraph of article 2468 of the code, as well as their modification or suppression, is resolved with the consent of all shareholders.

16. Shareholders' meeting - minutes
16.1 The decisions of the shareholders' meeting must be recorded in minutes drawn up without delay and signed by the chairman and, if required by law, by the notary. The minutes must indicate
the date of the meeting and,
also as an annex, the identity of the participants and the capital represented by each, as well as
the methods and results of the votes, allowing, also by attachment, the identification of votes in favor, abstentions or dissenters.
16.2 In the minutes, at the request of the shareholders, their declarations relevant to the agenda must be summarized.

16.3 The minutes must be transcribed promptly by the directors in the shareholders' decision book, pursuant to article 2478 of the civil code.

17. Administration of the company
17.1 The company can be managed, alternatively, in one of the following ways:
i) by a sole director;
ii) a board of directors composed of a minimum of [...] and a maximum of [...] members;
iii) by several directors with disjunctive method, in the minimum number of [...] and maximum of [...];
iv) by several directors using the joint method, with a minimum number of [...] and a maximum of [...].
17.2 The appointment of directors and the choice of the administration system are the responsibility of the shareholders, who decide by an absolute majority of the share capital.
[...] *[optional]* 17.3 The administration of the company can also be entrusted to persons who are not shareholders.
17.4 Directors cannot be appointed and if appointed lose their office those who find themselves in the conditions provided for in article 2382 of the civil code.
17.5 The board of directors elects the chairman from among its members by an absolute majority of its members, unless the chairmanship is attributed to one of the directors at the time of appointment. With the same majority, can also be appointed one or more vice presidents who are entrusted with the powers to replace the president in the event of his absence or impediment according to the procedures established at the time of the appointment.
17.6 The chairman of the board of directors verifies the regularity of the constitution of the board, ascertains the identity and legitimacy of those present, regulates its conduct and ascertains the results of the votes
[...] *[optional]* 17.7 If for any reason she/he ceases from office:
[select one of the following options]
[...] 17.7.1 the majority of directors (even in the case of multi-member administration)
[...] 17.7.2 the following number of directors: [...] (even in the case of multi-member administration)
[...] 17.7.3 even just one of the directors (even in the case of multi-member administration)
the entire administrative body lapses and it must be promoted the decision of the shareholders for its full replacement.

18. Administration entrusted jointly or disjunctively
18.1 In the case of disjunctive administration, each director can oppose the operation that another director wishes to carry out. This opposition must be expressed before the operation is completed. The shareholders, with the favorable vote of a majority representing at least half of the share capital, decide on the opposition.
18.2 In the event of joint administration, the unanimous consent of all the directors on the decisions must be expressed in writing.

19. Meetings of the board of directors
19.1 The board of directors meets at the registered office, unless express, specific and unanimous decision of all the parties referred to in the next point.
19.2 The board is convened by the chairman with a notice to be sent, at least [...] days before the meeting, by certified e-mail, to each director, as well as to the supervisory body or auditor, if appointed. In cases of urgency, the aforementioned deadline is shortened to three days.
19.3 The board of directors is in any case validly constituted and able to pass resolutions if, even in the absence of the aforementioned formalities, all the members of the board are present, as well as the control body or the auditor, if appointed, without prejudice to the right of each of those present to oppose the discussion of topics on which they do not consider themselves sufficiently informed.
19.4 The meetings of the board of directors may be held, where the notice of call so permits, also with attendees other than the chairman located in places other than the registered office, provided that they are connected by audio-video mode and provided that it is fully and correctly respected the collegial method. In any case, the meeting is understood to be held in the place where the chairman is present.
19.5 The presence of the majority of its members in office is required for the validity of the resolutions of the board.

19.6 Resolutions are taken by an absolute majority of the votes of those present. In the event of a tie, the vote of the chairman prevails, provided that the board of directors is composed, at the moment of the decision, of more than two members.
19.7 The minutes of the meetings and resolutions of the board of directors must be promptly drawn up and signed by the chairman.
19.8 The minutes must indicate the date of the meeting, the identity of the participants, the result of the votes, with evidence of those in favor, abstentions and against, as well as, at the request of the directors, their statements concerning the topics on the order of day.

20. Transcription of the decisions of the directors
20.1 The decisions adopted by the board of directors, the sole director, or by multiple directors operating jointly or disjunctively must be promptly transcribed in the decision book of the directors.

21. Social representation
21.1 Representation of the company before third parties and in court:
i) in the event that the collegial form of administration is adopted, it is the responsibility of the chairman of the board of directors;
if the form of administration through sole director is adopted, it is the responsibility of the latter;
iii) in the event that the form of joint multiple administration is adopted, it is the responsibility of the directors, jointly;
iv) in the event that the multiple disjunctive administration form is adopted, it is the responsibility of each of the directors, except in the cases provided for in point 18.1, in which it is the responsibility of the directors jointly.
21.2 The administrative body may decide that the use of the corporate signature be conferred, for certain acts or categories of acts, also to third parties.

22. Appointment of the control body or auditor
22.1 Pursuant to article 2477, first paragraph, of the civil code, the assembly can appoint a control body or an auditor. The appointment is mandatory in the cases provided for by the second paragraph of article 2477 of the civil code. If appointed, the supervisory body will have the competences and powers provided for this body by the legislative discipline on the subject of joint-stock companies as it is compatible with the provisions of article 2477 of the civil code. If, as an alternative to the control body and outside the cases of its mandatory nature, the company appoints an auditor or an auditing company for the statutory audit, all the rules envisaged for the themselves in the matter of joint-stock companies.

23. Allocation of profits
- 23.1 The net profits resulting from the financial statements, once the portions to be allocated to the legal reserve have been deducted, are distributed to the shareholders, unless they decide otherwise.

24. Dissolution of the company
24.1 The company is dissolved in the event of one of the hypotheses provided for by article 2484, first paragraph, of the civil code.
[…] *[optional]* 24.2 The company is considered dissolved, besides the cases provided for by law, even if one of the following events occurs:
[select one of the following options]
[…] 24.2.1 the death of a shareholder;
[…] 24.2.2 the bankruptcy of a shareholder;
[…] 24.2.3 the termination of the following contract: […];
[…] 24.2.4 the expiry of the following patent: […].
- *[linked to the previous one]* 24.3 The assessment of the events indicated above and the consequent dissolution occurred is the responsibility of the administrative body which drafts, for this purpose, a specific declaration to be filed, by the same body, in the register of companies.

25. Communications
25.1 All communications to be made pursuant to this statute are made, unless otherwise provided, by certified e-mail.
25.2 In the event that the company is managed by a sole director, instead of the certified e-mail address of the natural person, it could be used, for the communications from and to the administrative body, the certified e-mail address of the company registered in the register of companies pursuant to article 16, paragraph 6, of the decree-law of 29 November 2008, n. 185, converted, with modifications, by the law 28 January 2009, n. 2.
25.3 In the event that the company is administered through multiple joint or disjunctive administration, or through the board of directors, the directors may, with a unanimous decision, arrange for the use, for communications to and from the administrative body pursuant to this deed of incorporation / statute, instead of single certified e-mail boxes in the name of each director, of the certified e-mail box of the company registered in the business register pursuant to article 16, paragraph 6, of the decree-law of 29 November 2008 , no. 185, converted, with modifications, by the law 28 January 2009, n. 2. In this case, the credentials for accessing the aforementioned certified e-mail account must be made available to each director. The decision adopted pursuant to this point may be revoked with a decision adopted by the absolute majority of the members of the administrative body.

26. Referral
26.1 For anything else not expressly provided for here, reference should be made to the rules contained in the civil code and other laws in force on the subject.