

# ITALIAN AND EUROPEAN COMPANY LAW

AA 2021/2022

## COOPERATIVE

overview

## General remarks

- MUTUAL PURPOSE: providing goods or services or opportunities to members of the organization to the most convenient conditions of those which obtainable on the market
  - saving on goods and services purchased
  - higher remuneration for goods sold or services provided
- Consumers cooperatives/workers cooperatives/production and work cooperatives/etc.

FINANCING MEMBERS: they only provide risk capital

## «prevalently mutual» cooperatives

Favourable tax treatment

Services/work/goods PREVALENTLY from members

• Limits in the distribution of dividends

### overview

- At least
- 9 members (if limited by shares)
- 3 members (if limited liability, natural persons)

- Equal treatment principle
  - categories
- Limited liability
- Open-ended capital/open-door principle

#### overview

- Voting right: one person one vote
- Separate meetings
- Management and control: traditional/one-tier/two-tier
- Government supervisory
- Dividends (utili/ristorni)
- Transferability of shares: not freely