

## MILENA ZANI

### *Personal Information*

*Place of Birth:* Limbiate (MI)  
*Date of Birth:* 29/02/1972  
*Nationality:* Italian  
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*Marital Status:* Single

### *Work Experiences*

#### **Since July 2015: Legal & Compliance Director – BlackRock – Milan and cross-border countries Greece, Cyprus, Malta and Turkey**

As member of the EMEA Legal & Compliance Department, I'm in charge to provide legal and compliance advice and services to BlackRock Milan Office and provide some additional compliance and legal support to BlackRock UK headquarters.

In particular, my main tasks are:

- Provide advice and support to local management and businesses departments (retail, institutional and iShares) regarding legal and compliance matters related to the promotion and distribution of BlackRock financial products;
- Negotiate legal agreements (distribution agreements, terms of business, IMA, NDA and logo agreements) with Italian counterparties (banks, pension funds, insurance companies, SIMs, corporates);
- Support top management in developing new businesses;
- Assist local management as well as UK headquarters assessing the impact of any new local and European regulations related to financial industry;
- Provide training to local staff in understanding company's policies and procedures and perform periodical controls;
- Be responsible for Data Protection and related matters;
- Review and sign off marketing materials, sales presentations and content for the local websites;
- Work with the UK and EMEA L&C Teams on regulatory projects;
- Attend at Assogestioni roundtable and proactively contribute to the implementation of new regulations

#### **March 2010 – July 2015: Corporate Counsel – Franklin Templeton Italia SIM – Milan**

As Corporate Counsel at Franklin Templeton Italia SIM – an investment firm belonging to Franklin Templeton Group, I take care of all the corporate governance aspects of the Company (Board of Directors Meetings, AGMs, etc) and liaise with the Italian Authorities for the promotion and distribution of Franklin Templeton financial products (Luxembourg mutual funds).

In details, my main tasks are:

- Draft and negotiate distribution agreements with primary local distributors for the promotion of Franklin Templeton Luxembourg Funds (both UCITS and AIFs);
- Draft and negotiate terms & conditions with Institutional Clients investing directly or on behalf of their clients in Franklin Templeton products;
- Handle the whole process of notification and registration in Italy of new funds launched within the Franklin Templeton Luxembourg range of products;
- Draft and review Italian legal documentation related to Luxembourg funds (such as Italian application forms, Italian translation of prospectuses and KIIDs);
- Review and sign-off marketing materials and content for the local website;
- Cooperate with Tax Department for the draft of the periodical transfer pricing documentation;
- Cooperate with London Legal Team for the review of the investment management agreements (IMA) related to discretionary portfolio mandates and/or to investment advice mandates;

- Monitor any new regulation and law that could have an impact on the local business and provide promptly legal feedback and support to business;

I'm responsible for the correct implementation of the Data Protection regulation and I actively participate to Assogestioni meetings and roundtable as well as I'm member of the Franklin Templeton EMEA Regulatory Group.

**April 2009 – March 2010:**

**Legal & Compliance Officer – Cordea Savills SGR – Milan**

As Responsible for the Legal Function in Cordea Savills SGR my main activities are connected with the management of all the regulatory and compliance aspects connected with the management of real estate closed investment funds.

In particular:

- Manage the relationship with Italian Authorities (Bank of Italy, CONSOB and UIF) fulfilling all the obligations and documents required by the existing regulation;
- Take care for the corporate governance of the SGR and of the real estate closed investment funds (review and update Funds bylaws, draft and implement internal procedures and policies, draft minutes for Board of Directors Meetings and Shareholders Meetings);
- Constantly monitor the local and European regulations on investment/financial services and products and implement it in accordance with the local business of the SGR;
- Liaise with external law firms for the promptly management of any judicial and extrajudicial claims and legal issue;
- Fulfil AML obligations and reports;
- Cooperate with the UK and Luxembourg Compliance Team for the correct and promptly analysis and implementation of new rules and regulatory disposition;
- Manage any potential conflict of interest situation;
- Support the local business from a legal and compliance point of view.

**May 2006 – November 2008:**

**Legal & Compliance Manager – FIL Investments International Milan Branch**

As Legal & Compliance Manager of FIL (ex Fidelity Investments International) I was in charge of managing all the legal and compliance aspects connected and related to the promotion and distribution in Italy of Fidelity Luxembourg and Irish Funds. In particular:

- draft Funds' legal documents required by the local legislation in order to sell Luxembourg and Irish Funds to retail and institutional clients (review and translate prospectuses, draft application forms etc);
- draft distribution agreements with local brokers, banks, financial intermediaries;
- manage the relationship with Italian Authorities (Bank of Italy and CONSOB) for the promptly fulfilment of any requested report, document foreseen by the local legislation;
- manage the relationship with local Associations (Assogestioni, Assoreti);
- Cooperate with Fidelity Legal Team for the implementation of any new Group procedure and policy;

As Responsible for the Compliance Function, my main duties were:

- review, from a regulatory and compliance point of view any marketing material, sales presentations, advertising etc and sign off them before the dissemination to the public;
- take care of the Plan of controls to be implemented in the local branch;
- Liaise with Fidelity Compliance Team for the correct and promptly implementation of the Fidelity Code of Ethic, new European Directives and any new Group policies;
- Liaise with Fidelity Corporate Governance Team based in UK;
- Support from a legal and compliance point of view the local sales and marketing team.

**December 2002 – April 2006:**

**Responsible of Legal Department – AWD SIM S.p.A.**

My main duties as Responsible for the Legal Department of AWD SIM S.p.A. (an Italian financial intermediary belonging to AWD International Group – headquarters in Hannover) were:

- the fulfilment of any report, document etc for Bank of Italy, CONSOB, and ISVAP (the Italian Authority for Insurance Products);

- the management of all the corporate governance aspects of the Company (Board of Directors Meetings, Shareholders Meetings, relationship with Statutory Auditors Board and act as secretary for any meetings);
- draft and formalization of distribution agreements with third parties, mandate for the sales network (financial advisors, brokers and insurance agents);
- management of any claims and legal issue coming from the performed activities of the company and of the sales network;
- the implementation of periodical controls on the sales network activities.

**January 2001 – November 2002:      **Responsible of Legal Department – FundsWorld Ltd.****

FundsWorld Ltd was the first online platform for the distribution of financial products (Italian and foreign mutual funds to retail clients). My main activities and duties were the cooperation with third parties (asset management companies) in order to promote their funds through the on line platform (draft distribution agreements, cooperate with counterparties for the registration of new funds, support marketing department for the promptly respect of Italian regulation in terms of advertising and publicity, cooperate with the headquarter based in Dublin for corporate governance activities – BoD’s meetings, shareholders meetings etc). I was also in charge of managing the commercial relationship with funds providers.

**October 1999 – January 2001:      **Responsible of Legal Department – ING Asset Management Italia SGR S.p.A.****

My main task was to provide legal support to the Institutional Sales Team for the distribution of ING funds to banks, institutional clients, pension funds, etc. Moreover, I was in charge of managing the relationship with Bank of Italy and CONSOB for any matter concerning the Asset Management Company and Funds promoted and managed by the SGR. Finally, I cooperate with the other departments for any legal aspects that could impact on their activities and functions.

**May 1998 – October 1999:      **Assistant of the Legal Department - ETRA SIM S.p.A.****

Working together with the Chairman of the Company I was in charge of following any legal aspects connected with the investment services provided by the Company. I was also in charge of draft and review the periodical quarterly reports sent to final investors (news letters) and any other investment documents.

**November 1997 – May 1998:      **Stage Legal Office - Azimut Consulenza SIM S.p.A.****

Stage at the legal office of Azimut in order to learn and study the Italian legislation concerning financial services and products. Follow, under the direction of the Legal Responsible the correct implementation of any new regulations and support the legal management of the Azimut’s sales network.

***Education***

July 1997: Degree in Law at Università degli Studi di Milano  
 June 1991: High School Degree – Liceo Linguistico Orsolino di Saronno.

***Foreign Languages***

English: fluent  
 French: Good

***Competencies***

- Ability to work effectively under any kind of situation, maintaining a professional demeanor and able to adapt to changing situations;
- Ability to work effectively with others and pro-active in finding right solutions;

- Ability to work independently and to understand clients' needs as well as to integrate within the legal and business team.

*Autorizzo il trattamento dei miei dati personali nel rispetto della normativa prevista dal D.Lgs. 196/2003 e successive modifiche ed integrazioni.*

Milena Zani