



Martin Amedeo Guizzardi

Counsel | Milan

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Areas of Practice

Italian Practice | International Law | Corporate Law | Mergers & Acquisitions | Financing and Commercial Transactions | Private Equity and Venture Capital | Securities | Labor & Employment

Martin Guizzardi is Counsel in the Corporate Practice and the Deputy Leader of the Italian Practice of Smith, Gambrell & Russell, LLP.

Martin Guizzardi is a transactional attorney qualified to practice in New York State. He has experience counseling Italian and U.S. private and public companies in joint ventures, complex commercial transactions, corporate law, mid-market domestic M&A, international M&A, and international strategic planning. Martin works as a business partner to clients' senior management in planning and implementing international expansion activities, with the bulk of his experience being in manufacturing and commercial operations.

Martin has assisted hundreds of Italian companies in planning and establishing manufacturing and commercial operations in the U.S., most notably, through the negotiation of joint ventures with U.S. partners, the formation and setting up of U.S.-based subsidiaries to act as distributors for the parent entities, and the planning and opening of manufacturing facilities in the U.S. territory (including the ancillary and regulatory aspects thereof). He has experience writing, reviewing and negotiating both domestic and international transaction agreements including sales representative, agency, distribution, supply and sale of goods, transition services, consulting, and licensing of intellectual property rights.

Martin takes the lead on negotiations with clients' customers and business partners, chairing and obtaining stakeholders' approvals, providing strategic advice to senior management and C-tier executives, and assisting in assessing and mitigating transactional risks by negotiating, most notably, indemnification and defense covenants, liability limitations, representations and warranties, confidentiality and restrictive covenants. He counsels private and listed companies on mergers, equity and assets acquisitions, some exceeding a value of \$500 million.

Martin has also matured expertise in a variety of other areas such as labor and employment, real estate, immigration, export controls, intellectual property, restructuring and antitrust. Additionally, in 2023, Martin completed an Executive MBA at Bocconi University (Milan, Italy), which allows him to adopt a holistic approach when counseling clients.

Martin has exposure to a variety of industries, including fashion, food and beverage, furniture, automotive, information technology and has a deep understanding of the manufacturing industry having worked executive roles within it.

Martin is passionate about helping other companies improve their business efficiency and continuously strives to more efficiently work in the role of outside general counsel of his clients.

Representative Experience

- Lead advisor in the strategic acquisition of several SaaS U.S. targets by a publicly traded company.
- Represented a manufacturer of farming precision tools in the asset acquisition of a significant customer.
- Lead the U.S.-side aspects of an IPO on the Italian stock exchange.
- Assisted hundreds of companies in planning, structuring, and optimizing (including through reorganizations) their corporate group in the U.S., including through the formation of corporations and LLCs, stock splits, divestures, short-form mergers, asset sales, capital increases, and dissolutions.
- Coordinated the formation of hundreds of U.S. corporations and LLCs and advised on start-up activities including hiring employees and independent contractors, leasing proper premises, evaluating immigration aspects in connection with potential transfers of foreign employees, and structuring intra-company distributorship or commercial agency relationships.
- Represented multiple companies in capital raising transactions, including venture capital investments and angel financings.
- Led deal negotiations and coordinated legal teams for both buy and sell-side transactions, in a broad array of private equity and strategic transactions.

Admissions

New York

Languages

English, Italian

Publications and Speaking Engagements

- 4c Legal Talks, Experience the Academy, "[LL.M. in the USA: Where and Why](#)", 2019
- 4c Legal Talks, Vivi L'Academy, "Dall'Italia Agli USA, il Percorso Dell'avvocato Internazionale" 2019

- Italian American Chamber of Commerce Midwest, "Webinar: Export & Invest USA" 2021
- Confindustria Emilia, "Focus USA: Legal Aspects, Corporate Law, and Tax Considerations" 2021
- Confindustria Emilia, "Commercial Operations in the U.S." 2022
- Confindustria Emilia, "Practical Tips and Considerations for Italian Companies Desiring to Invest in the U.S." 2023