CORPORATE OWNERSHIP & CONTROL

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The aim of the paper is analysing the relationship between governance systems and safeguard of minority shareholders in Italy. We believe that an appropriate governance system can favour a fair distribution of value to shareholders of listed companies regardless of the size of the share held. We studied the tender offers made in Italy in the period 2000-2009 to calculate the relationship between the compliance of governance systems with best practices and size of majority premiums paid in take-over transactions, measured through offer prospectuses. The empirical research shows a negative association between the mentioned variables. So this seems to suggest that the compliance with best practice codes can influence the majority premiums in tender offers and protect minority shareholders.

A great deal of studies have been carried out so far to explore the impacts of private equity or venture capital (VC) investors on their portfolio companies. Most of them focus on corporate governance, management composition and skills, competences, and performance. A lesser amount of studies have been conducted on how VC investments interact with backed firms' strategy process. In the present paper we aim to shed light on this topic by investigating in which stage of backed firms' strategy process venture capitalists (VCs) invest in them and explaining this choice in the light of the value they can deliver and simultaneously extract from them in the different stages of that process. After a cross comparison of eight cases of Italian firms in which venture capital funds have acquired minority stakes, we found that these investors do not challenge the intended strategy backed firms had undertaken, but help them implement this strategy by enriching their endowments of non business-related resources and capabilities. Furthermore, VCs seem to invest when the gap between the intended strategy and implemented strategy of backed firms is at intermediate levels. While at early stages of backed firms' strategy implementation VCs tend to evaluate the risk of their investment as too high, at later stages they would not deliver a significant "value added" to backed firms themselves.

This paper presents an event study on mergers and acquisitions (M&A) between publicly listed Italian banks. Our study suggests that previous literature may have only partially captured the market reaction by choosing the announcement date as the event date. In less efficient markets the announcement date can be too late to allow the market reaction to be recorded, especially where information has been previously leaked. Using the rumour date and other event windows we can show that there is a portion of market reaction which has not been captured by previous research. Moreover, we are also able to present evidence of other characteristics affecting market reaction to M&A in the Italian banking sector.