



National Factsheet

Gender balance in Boards

Country: **Italy**

January, 2013

Unitary or dual board system

A law passed in 2004 made provisions for companies registered in Italy to follow one of three governance models: a unitary-governance system (*Consiglio di amministrazione*); a dual-governance system with distinct supervisory (*Consiglio di sorveglianza*) and management (*Consiglio di gestione*) functions; or the traditional model with a decision-making board (*Consiglio di amministrazione or amministratore unico*) and a separate board of auditors (*Collegio sindacale*). In the European Union, corporate governance codes recommend a unitary board system in 8 countries and a dual board system in 10 countries, though there may be some exceptions. In the remaining 9 countries a hybrid system applies and companies can choose between a one or two-tier approach.

National measures to improve gender balance on boards

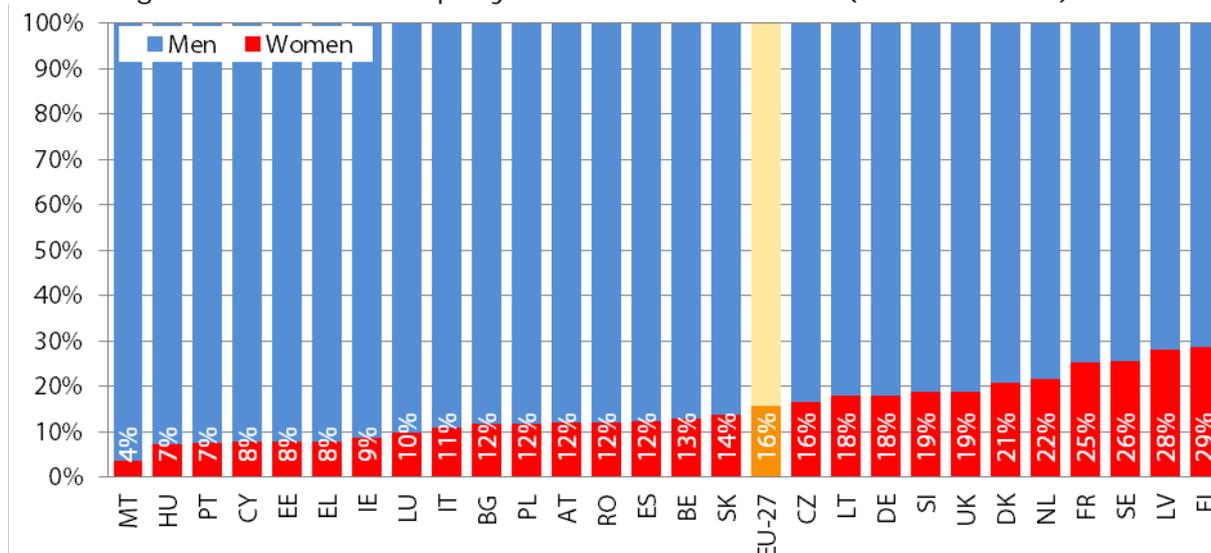
Regulation: Italy introduced a boardroom gender quota in 2011. It requires public limited companies and state-owned companies to have at least 33% of each gender on their boards (executives and non-executives) by 2015 (with a target of 20% for the transitional period). In the event of non-compliance there is a progressive warning system which will eventually lead to the dissolution of the board.

Current percentage of women on boards and presidents

Women represent 11.0% of the board members of the largest publicly listed companies in Italy (FTSE MIB index). This proportion is below the EU average (15.8%). There are no women board chairs or CEOs in the companies covered.

	Italy	EU-27
Board chairs	0%	3.3%
CEOs	0%	2.4%
Members of boards	11.0%	15.8%

Percentage of women in company boards across the EU (October 2012)



Source: European Commission's database on women and men in decision-making; last updated in October 2012.

See: http://ec.europa.eu/justice/gender-equality/gender-decision-making/database/index_en.htm

Companies covered: Data cover the largest publicly listed companies in each of the 27 EU Member States. Publicly listed means that the shares of the company are traded on the stock exchange. The "largest" companies are taken to be the members (max.50) of the primary blue-chip index, which is an index maintained by the stock exchange covering the largest companies by market capitalisation and/or market trades. Only companies which are registered in the country concerned are counted. The database contains information on 582 companies, which corresponds to 5,910 Board Members.

Board members covered: In countries with unitary (one-tier) systems, the board of directors is counted (including non-executive and executive members). In countries with two-tier systems, only the supervisory board is counted.

Figures on executive and non-executive directors

Women account for 12.9% of non-executive directors in the largest publicly listed companies in Italy but 3.9% of executive directors. Both figures are below the respective EU averages.

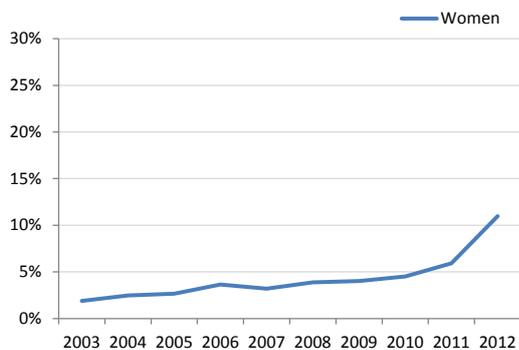
	Italy	EU-27
Executives	3.9%	10.2%
Non-executives	12.9%	16.8%

Note: In a two-tier system data cover executive and non-executive members of both boards. In a one-tier system data cover the main board plus the members of the most senior executive body (e.g. executive committee). In all cases, individuals sitting on more than one decision-making body are counted only once. Employee representatives are excluded.

Source: European Commission's database on women and men in decision-making, October 2012

Trends

The proportion of women on boards in Italy has risen from nearly 2% in 2003 to 11% in October 2012. This represents an average change of 1 percentage point per year. At this rate of change, it would take nearly 30 years to achieve at least 40% representation of each gender on corporate boards and the quota target would not be met. However, the implementation of the quota is starting to have an effect and there was an increase of 5 percentage points between 2011 and 2012, which represents a significant acceleration in the rate of change.

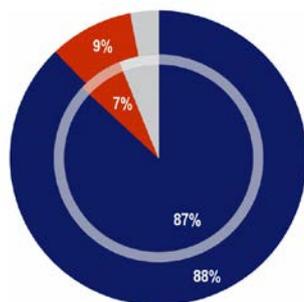


Source: European Commission's database on women and men in decision-making

Key Eurobarometer figures

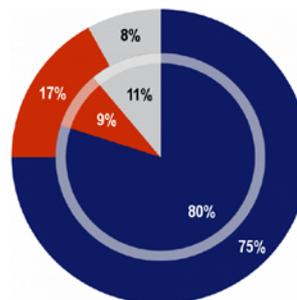
87% of people in Italy (and 88% of Europeans) think that, given equal competences, women should be equally represented in positions of leadership in companies and 80% (and 75% of Europeans) are in favour of legislation on this matter under the condition that qualification is taken into account without automatically favouring one or other gender.

QE2. Do you agree or disagree with the following statement: Given equal competence, women should be equally represented in positions of leadership in companies.



● Total 'Agree'
● Total 'Disagree'
● DK
 EU27 ● Outer pie IT ● Inner pie

QE5. Some European countries (e.g. France, Spain, the Netherlands, Italy, Belgium and Norway) have already taken legal measures to ensure a more balanced representation of men and women on company boards. Are you in favour or opposed to a legislation on this matter under the condition that qualification is taken into account without automatically favouring one of either gender?



● Total 'In favor'
● Total 'Opposed'
● DK
 EU27 ● Outer pie IT ● Inner pie

Source: Special Eurobarometer 376 Women in decision-making positions.

See: http://ec.europa.eu/public_opinion/archives/eb_special_379_360_en.htm

Number of companies that will be affected

There are around 7,500 publicly listed and EU-registered companies in the European Union (2011 figure). The available data indicate that about a third of these are SMEs (companies with less than 250 employees), which means that the legislative proposal is likely to affect a total of about 5,000 companies. Of these, it is estimated that more than 200 are listed in Italy.