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Corporate and M&A

Dr. Juan Ignacio Peinado Gracia is Of Counsel in Garrigues' Corporate/Commercial Law Department, where he has pursued his practice for over five years following an extensive professional and academic career. He has been a professor of commercial law for the past twenty years and specializes in corporate law matters.

Experience

Juan Ignacio Peinado Gracia is a lawyer in the corporate law and commercial contracts practice area.

He has served as professor of commercial law for almost two decades, currently at Universidad de Málaga, and is on the Editorial Committees of the most prestigious commercial law journals in Spain.

He has extensive experience in providing legal advisory services. He spent eight years as partner in charge of the corporate/commercial law practice area of a major Spanish law firm. He has also acted as strategic adviser on legal and communications matters to a listed industrial group. Throughout this time, he has focused his practice on corporate law and commercial contracts, and on managing the public interests of a range of clients, mainly in the energy and banking sectors. He has been a member of the board of directors of two Spanish listed companies and of several unlisted companies. In addition, his practice has included a special focus on advising boards of directors, both as legal counsel and as nondirector secretary or deputy secretary.

Member of the Editorial Committee of: Revista de Derecho Mercantil; Revista de Derecho de Sociedades; La Ley Mercantil; Revista de Derecho de la Competencia y la Distribución; Actas de Derecho Industrial; Revista de Derecho de los Sectores Regulados.

Permanent co-director of the National Congress on Corporate Law.

Academic background

- Degree in Law and Doctor of Laws.
- Professor of Corporate/Commercial Law.

Teaching activity

Professor at Universidad de Málaga. Previously at Universidades de Granada, País Vasco and Jaén.

Memberships

Juan Ignacio is a member of the Madrid Bar Association, of the Sainz de Andino Association of Commercial Law Professors (where serves as Deputy Chairman), and of the Latin American Association of Aeronautical and Space Law.

Distinctions

- Honorary member of Núcleo de Derecho Civil del Uruguay.
- Medal of Honor from ALADA.

Publications

Juan Ignacio is the author of three monographs, editor of around ten collective works, and author of over one hundred and fifty academic works published in Germany, Argentina, Spain, Italy, the UK and the US.

Some of his notable publications in the last five years include:

- "El reparto de dividendos. Límites excepcionales de carácter temporal" (Dividend distributions. Temporary exceptional limits), in AA.VV. El Derecho mercantil y la pandemia (Homenaje al Dr. Madrid Parra) (Commercial Law and the Pandemic (Tribute to Dr. Madrid Parra)), Madrid, 2023, pp. 246 to 261.
- Operaciones con sistemas de aeronaves pilotadas por control remoto (UAS) en el ordenamiento español: el camino hacia U-Space (Operations with remotely piloted aircraft systems (UAS) in Spanish law: the path to U-Space) coauthored with Dr. Patricia Márquez Lobillo, La Ley Mercantil, ISSN-e 2341-4537, N^o. 96 (November), 2022.
- "Obligaciones convertibles (comentarios a los artículos 414 a 418)" (Convertible bonds (commentary on articles 414-418)) in Comentario de la ley de sociedades de capital: Tomo V (Artículos 346-433) Separación y exclusión de socios. Disolución y liquidación. Las obligaciones / José Antonio García-Cruces González (ed.), Ignacio Sancho Gargallo (ed.), 2021, pp. 5719-5896.
- "Cuestionando las bondades de la «blockchain» en las juntas generales" ("Querying the virtues of "blockchain" at general meetings"), Revista de Derecho de Sociedades, No. 61, 2021 (*) (co-authored with Dr. Zofia Bednarz, professor at Sidney University).
- "Reflexiones sobre el art. 348 bis de la Ley de Sociedades de Capital" (Reflections on article 348 bis of the Capital Companies Law), Revista de Derecho Mercantil, No. 321, 2021 (*) (co-authored with the Vice-President Emeritus of the Spanish Constitutional Court, Mr. Guillermo J. Jiménez Sánchez).
- "Derecho de sociedades no: reflexiones análogas sobre las medidas de excepción en materia de sociedades mercantiles" (Non-analogical corporate law: reflections on exceptional measures in relation to commercial companies), La Ley Mercantil, no. 69 (May), 2020.
- "Remotely Piloted Aircraft (RPA): operaciones y responsabilidades en el Derecho europeo" (Remotely Piloted Aircraft (RPA): operation and liability under European Law), Revista de Derecho del Transporte:

Terrestre, Marítimo, Aéreo y Multimodal, No. 26, 2020, pp. 33-78 (co-authored with Dr. Patricia Márquez Lobillo, professor at Universidad de Málaga).

- "La diligencia y la responsabilidad solidaria de los administradores por la no disolución de la sociedad como consecuencia de pérdidas" (Duty of care and several liability of directors for failure to dissolve companies due to losses), *Revista de Derecho Mercantil*, No. 314, 2019.
- "La sostenibilidad y el deber de diligencia de los administradores: Una primera reflexión sobre la sostenibilidad de la sociedad mercantil y la responsabilidad por falta de diligencia de los administradores" (Sustainability and the duty of care of directors: An initial reflection on the sustainability of commercial companies and liability for breaches by directors of their duty of care), *Revista de Derecho Mercantil*, No. 311, 2019.
- "Normas y ámbito de aplicación" (Rules and scope of application), "Concepto y clases de cooperativas" (Concept and types of cooperatives), "Constitución e Inscripción" (Formation and Registration) in *Tratado de Derecho de Sociedades Cooperativas*, coordinated by Trinidad Vázquez Ruano; Juan Ignacio Peinado Gracia (ed.), Volume 1, 2019 (*Tratado de Derecho de Sociedades Cooperativas*. pp. 70, 1112), pp. 125-234.
- "Introducción" (Introduction) and "Economía colaborativa, economía informal y mercado" (Collaborative economy, informal economy and market) in *Economía Colaborativa*, coordinated by Juan Ignacio Peinado Gracia; Román Escudero Gallego (ed.), Santiago Martínez Garrido (ed.), Ignacio S. Galán (prologue), 2018, pp. 1-9 and 57-74.
- "Abnegación y silencio en la sociedad mercantil: (apuntes sobre los conflictos de interés entre el socio y su sociedad)" (Abnegation and silence in commercial companies: (notes on conflicts of interest between shareholders and companies)), various authors, (ed. González et al.), in *Derecho de sociedades: revisando el derecho de sociedades de capital*, Valencia, 2018, pp. 45-80.
- "Las acciones derivadas de la infracción del deber de lealtad (art. 232 LSC)" (Actions deriving from breaches of the duty of loyalty (article 232 of the Capital Companies Law)), in AA.VV. (Eds. Rodríguez Artigas, Alonso Ureba, Fernández de la Gándara, Velasco y Quijano), *Junta General y Consejo de Administración de la Sociedad Cotizada*, Volume 2, 2016 (Volume II) (*), pp. 563-591.

In addition to the above, he has edited or coordinated the following works:

- *Comentario al Nuevo Libro II de la Ley Concursal*. Eds. Juan Ignacio Peinado and Enrique Sanjuan. Madrid, 2023 (forthcoming).
- *Comentario al Nuevo Libro III (microempresas) de la Ley Concursal*. Eds. Juan Ignacio Peinado and Enrique Sanjuan. Madrid, 2023 (forthcoming).
- *Comentarios al articulado del Texto Refundido de la Ley Concursal.: Real Decreto Legislativo 1/2020, de 5 de mayo* coord. by Eva María Cascales Domínguez; Juan Ignacio Peinado Gracia (ed.), Enrique Sanjuán y Muñoz (ed.), Madrid, 2020.
- *Tratado de Derecho de Sociedades Cooperativas*, 2ª edición, Tirant lo Blanch, Valencia, 2018.
- *Economía Eolaborativa* (*), Wolters Kluwer, Madrid, 2019.