

## JAVIER GALLEGO LARRUBIA

Professor of Business Law at the Complutense University of Madrid

Avda. Complutense s/n  
Facultad de Derecho  
Despacho 625  
28040 Madrid  
Telephone: 91 394 56 69  
E-mail: [javier.gallego@der.ucm.es](mailto:javier.gallego@der.ucm.es)



## ACADEMIC DEGREES

- European PhD in Law Research (*Dottorato Europeo di Ricerca*) from the Bologna University (Italy) with Honors.
- Research Proficiency obtained with the highest qualifications in the Business Law Department of the Complutense University of Madrid (“Business Law Studies” Program).
- Degree in Law from the Complutense University of Madrid with Honors (Extraordinary Award).

## UNIVERSITY TEACHING AND RESEARCH PROJECTS

- Professor of Business Law at the Complutense University of Madrid.
- Professor at Master’s Program in Private Law at the Complutense University of Madrid.
- Professor at Master’s Program of Access Practice of Law at the Complutense University of Madrid.
- Researcher in the Research Project “UNIDROIT Principles of International Commercial Contracts and other attempts to unify Private Contracts Law” (*Principios UNIDROIT de contratos comerciales internacionales y otros intentos de unificación del Derecho privado de obligaciones*), financed by the Spanish Ministry of Education and Science with the participation of Navarra, Complutense of Madrid, Public of Navarra, Vigo, Barcelona and Carlos III of Madrid Universities.

## PUBLICATIONS

- “Prohibition of competition of corporate directors (assumptions and scope of application)” -*Prohibición de competencia de los administradores de las sociedades de capital (presupuestos y ámbito de aplicación)*”, Studia Albornotiana - Royal College of Spain Publisher, Bologna, 2003, 308 pages, ISBN: 9788493313807.
- “Equity and assets distribution prior to the resolution of outstanding disputes of a company in liquidation” (*División del patrimonio social previa a la resolución de los litigios pendientes de una sociedad en liquidación*”), Revista Aranzadi Doctrinal, ISSN

1889-4380, No. 2, February 2016, pages 33-38.

- “The liquidation share rights in a company with outstanding disputes” (*“La cuota de liquidación en una sociedad con litigios pendientes”*), *El Economista, Iuris & Lex*, monthly journal, December 11, 2015, No. 136, page. 65.
- “Dividends distribution on a company during its liquidation” (*“Distribución de beneficios de la sociedad durante su liquidación”*), *Revista Aranzadi Doctrinal*, ISSN 1889-4380, No. 11, December 2015, pages 31-36.
- “Dividends distribution on a company in liquidation” (*“Reparto de dividendos en una sociedad en liquidación”*), *El Economista, Iuris & Lex*, monthly journal, November 13, 2015, No. 135, page 55.
- “Right of usufructuary of shares or participations in demanding from bare owner dividends not agreed upon. Problems in family companies” (*“Derecho del usufructuario de acciones o participaciones a exigir al nudo propietario el dividendo no acordado. Problemática en las sociedades familiares”*), *Revista Aranzadi Doctrinal*, ISSN 1889-4380, No. 7, July 2015, pages 41-46.
- “Sanctions for market manipulation through transactions with own shares” (*“Sanciones por manipulación de mercado a través de operaciones sobre acciones propias”*), *Revista de Capital Riesgo*, April 8, 2015.
- “Problems in family companies” (*“Problemática en las sociedades familiares”*), *Expansión*, February 12, 2015.
- “Sanctions for market manipulation” (*“Sanciones por manipulación de mercado”*), *Expansión*, January 30, 2015.
- “Renegotiation of a creditors’ agreement in the execution phase” (*“Renegociación de un convenio de acreedores en fase de ejecución”*), *elEconomista.es*, January 8, 2015.
- “The legal prohibition of competition of directors of competing companies belonging to the same group of companies” (*“La prohibición legal de la competencia de los administradores de sociedades competidoras pertenecientes a un mismo grupo de sociedades”*), *Revista Aranzadi Doctrinal*, ISSN 1889-4380, No. 1, January 2015, pages 29-35.
- “Renegotiation of a creditors’ agreement in the execution phase” (*“Renegociación de un convenio de acreedores en fase de ejecución”*), *Diario La Ley*, ISSN 1989-6913, No. 8446, 2014, pages 9-10.
- “Some questions regarding the prohibition of competition of administrators of limited liability companies (comments on judgment of the Provincial Court of Madrid – [Section 28] of January 24, 2014)” - *“Algunas cuestiones en torno a la prohibición de competencia de los administradores de la sociedad limitada (comentario de la Sentencia de la Audiencia Provincial de Madrid [sección 28ª] de 24 de enero de 2014)”*, *Revista de Derecho Mercantil*, ISSN 0210-0797, No. 294, 2014, pages 643-670.

- “Renegotiation of a creditors’ agreement in the execution phase” (*“Renegociación de un convenio de acreedores en fase de ejecución”*), *El Economista, Iuris & Lex*, December 5, 2014, No. 124, page 53.
- “The legal prohibition of competition of directors” (*“La prohibición legal de competencia de los administradores”*), *Expansión*, October 17, 2014.
- “Reflections on General Shareholders’ Meetings of listed companies” (*“Reflexiones sobre las Juntas Generales de sociedades cotizadas”*), *La Gaceta de los Negocios*, Third Edition, June 3, 2005, Year XVII, No. 4.897, page 47.

## LECTURES AND CONGRESSES

- “International Congress on reform of Bankruptcy Law: Evaluation” (*“Congreso Internacional sobre la reforma del Derecho concursal: Balance”*), held on November 25-26, 2015 at the General Council of Spanish Lawyers and organized by the Business Law Department of the Complutense University of Madrid and the Spanish Bankruptcy Law Journal.
- “CAPCORP (Capital & Corporate) 2015”, organized by IFAES (International Faculty For Executives), held on November 10-11, 2015 at Villa Magna Hotel, Madrid.
- “International Congress on promoting business financing” (*“Congreso Internacional sobre el fomento de la financiación empresarial”*), organized by the Carlos III University of Madrid, October 23, 2015.
- “Companies in the Alternative Stock Market: Governance and corporate matters” (*“Las empresas del Mercado Alternativo Bursátil: Gobierno y cuestiones societarias”*), organized by the Garrigues Cathedra on Modernization of Company Law of the Comillas Pontifical University of Madrid, October 19, 2015.
- “Scope of the duties and responsibilities of directors. Rights and duties of directors. D&O Liability Insurance” (*“Ámbitos de los deberes y responsabilidades de los administradores. Derechos y deberes de los administradores. Seguro de responsabilidad civil D&O”*), lecture given on October 29, 2013 within the Advanced Course “Legal Keys of the legal liability of companies, directors and managers” (*“Claves legales de la responsabilidad de empresas, administradores y directivos”*) organized by IFAES (International Faculty For Executives).
- “Reform of Bankruptcy Law: Law 38/2011, October 10” (*“La reforma de la Ley Concursal: Ley 38/2011, de 10 de octubre”*), organized by the Business Law Department of the Complutense University of Madrid, January 25, 2012.
- “VIII Harvard Course in Law and Economics”, organized by the “Harvard Law School” and “The John M. Olin Center for Law, Economics and Business” (Harvard University) and sponsored by the Rafael del Pino Foundation, October 17-20, 2011.
- “II International Congress on Bankruptcy Law” (*“II Congreso Internacional de Derecho concursal”*), organized by the Business Law Department of the Complutense University of Madrid, April 6-8, 2011.

- “Refinancing of debt and bankruptcy: Evaluation and prospects for regulation” (*“Refinanciaciones de deuda y concurso de acreedores: Balance y perspectivas de regulación”*), organized by the Business Law Department of the Complutense University of Madrid, May 20, 2010.
- “International Congress on Corporate Law” (*“Congreso Internacional de Derecho de Sociedades”*), organized by the Business Law Department of the Complutense University of Madrid, April 27-29, 2010.
- “I Spanish Congress of Minority Shareholder” (*“I Congreso Español del Accionista Minoritario”*), organized by AEMEC (Spanish Association of Minority Shareholders of Listed Companies) and held at the Madrid Stock Exchange, June 1, 2006.
- Public monograph intervention on "Syndicates of stockholders" (*“Los sindicatos de accionistas”*) in the radio program "Market Closing" (*“Cierre de Mercados”*), June 8, 2005.
- “Assumptions and scope of application of the prohibition of competition of corporate directors” (*“Presupuestos y ámbito de aplicación de la prohibición de competencia de los administradores de las sociedades de capital”*), lectura given on April 25, 2002 at IE (Instituto de Empresa).

#### **PROFESSIONAL EXPERIENCE**

- Lawyer admitted to the Bar Association of Madrid.
- Arbitrator of the Court of Arbitration of the Bar Association of Madrid.
- Founder of Gallego Larrubia Law Firm.
- Founding partner of Gallego, Martos & Quadra-Salcedo Law Firm.
- Founding partner of Gallego, Martos & Asociados Law Firm.
- Founding partner of De la Cuesta, Gallego & Martos Law Firm.
- Founding associate and General Vice-Secretary of the Spanish Association of Minority Shareholders of Listed Companies (Asociación Española de Accionistas Minoritarios de Empresas Cotizadas - AEMEC).
- Senior lawyer at Cremades & Calvo-Sotelo Law Firm (Corporate Department).
- Senior lawyer at Clifford Chance Law Firm (Corporate Department).
- Of Counsel lawyer at Strateg Law Firm (Corporate Department).

## **AWARDS, FELLOWSHIPS AND OTHER MERITS**

- PhD Fellowship from the Royal College of Spain in Bologna (Italy).
- Fellowship from the Bologna University Law School.
- PhD Fellowship from the Complutense University of Madrid.
- Freshfields - Expansion Award for Best Student of Business Law in Spain - Finalist.
- Extraordinary Degree Award (Premio Extraordinario de Licenciatura) - Complutense University of Madrid.
- Top qualification on the Final Degree Exam (Complutense University of Madrid).
- Fellowship from the Complutense University of Madrid Business Law Department.