



DECRETO MILLEPROROGHE

Remarks on selected provisions

Law-Decree no. 228 of 30 December 2021 (*Decreto Milleproroghe*), converted with amendments into Law 15/2022, introduces a set of tax, corporate law, administrative law, and labour law provisions.

The main tax provisions of interest to enterprises are outlined below:

1. **Deferred payments postponed to 30 April 2022** (art. 2-ter): it is provided that taxpayers who defer their tax debts outstanding as of 8 March 2020 and becoming time-barred (*decadenza*) after 31 December 2021 are granted an extended period to request a deferral. More specifically, 30 April 2022 will be the final deadline to request a further deferral of the payment of the debts entrusted to the Collection Agent falling due between 8 March 2020 and 31 August 2021, and suspended under article 68, paragraph 1, of Law-Decree 18/2020.
2. **Recovery of VAT on uncollectible receivables from collective procedures** (art. 3-bis): it is provided that VAT taxpayers who were not able to collect amounts from transferees or purchasers subject to collective (*concorsuali*) procedures can make decreasing adjustments, with respect to VAT and to the taxable amount for the purposes of VAT after issuing the invoice, from the beginning of the procedure and without having to wait for its completion. The *Decreto Milleproroghe* clarifies that this provision applies to the collective procedures initiated as from the entry into force of Law-Decree no. 73/2021 (*Decreto sostegni-bis*) (i.e. 26 May 2021).
3. **Tax credit for new instrumental assets** (art. 3-quater): the regulation on the *bonus*

investimenti in beni strumentali nuovi (incentive on investments in new instrumental assets) referred to in article 1, paragraphs 1051 through 1063, of Law no. 178 of 30 December 2020 (Budget Law for 2021), i.e. the granting of a tax credit to taxpayers carrying out a business activity (and, in some cases, to self-employed workers as well) investing in new instrumental assets intended for production units located in Italy, should be extended and partially amended.

In particular, with regard to investments in “ordinary” tangible and intangible instrumental assets and in “4.0” tangible assets (article 1, paragraphs 1054 and 1056 of Law 178/2020), it is stipulated that a postponement until 31 December 2022 (instead of 30 June 2022) of the “extended” time-limit applies to the investments “booked” (*prenotati*) by 31 December 2021.

This implies that the investment – for which a down payment of at least 20% of the cost of the asset has been made to the supplier by 31 December 2021 – must be completed by 31 December 2022.

4. **Tax deduction for the “conformity mark” and the “sworn assessment on the consistency of prices”** (art. 3-*sexies*): with regard to construction bonuses other than the 110% *superbonus*, it is stipulated that also the expenses incurred between 12 November 2021 and 31 December 2021 for the “conformity mark” (*visto di conformità*) and the “sworn assessment on the consistency of prices” (*asseverazione di congruità*) can be deducted for income tax purposes (the deduction also applies when such expenses are incurred from 1st January 2022).
5. **Extension in the suspension of amortisation for statutory purposes only** (art. 9, paragraph *quinquiesdecies*): it is stipulated that entities non IAS/ISFR adopters can elect to not apply up to 100% of the annual amortisation, for statutory purposes only, to the value of their immovable tangible and intangible assets in tax year 2021 as well.
This provision applies irrespective of whether or not the concerned entities have suspended the amortisation on such immovable assets in 2020.
This shall be without prejudice to the option to deduct amortisation expenses for tax purposes, also when they are not recognised in the income statement.
6. **Tax amnesty for IRAP purposes** (art. 20-*bis*): the deadline for the payment of the Italian Regional Tax on Production Activities (*Imposta Regionale sulle Attività Produttive, IRAP*) to be paid and suspended under article 24 of Law-Decree 34/2020, in the event the provisions on the determination of the limits and conditions laid down in the Temporary Framework of the European Commission on State Aids were applied incorrectly, is extended to 30 June 2022 (instead of 31 January 2022).
The tax amnesty covers the IRAP 2019 balance payment and the 1st IRAP 2020 advance payment.

The main **corporate law provisions** are outlined below:

1. **Conduct of meetings in companies and bodies** (art. 3, paragraph 1): the applicability of art. 106 of Law-Decree 18/2020, related to simplified methods for conducting meetings in joint- stock companies (*società di capitali*), cooperative companies, mutual insurers (*mutue assicuratrici*), people's banks (*banche popolari*), cooperative banks (*banche di credito cooperativo*) is extended to 31 July 2022 (this rule also applies to associations and foundations pursuant to paragraph 8-bis of Law-Decree 18/2020).
2. **“sterilizzazione” (temporary suspension) of losses (art 3, paragraph 1-ter)**: article 6 of Law-Decree 23/2020 is amended. It is provided that the rules below do not apply to the losses arisen in the financial year running as of 31 December 2021, until the closure of the 5th year following it:
 - (i) arts. 2446, paragraphs 2 and 3, and 2482-*bis*, paragraphs 4, 5, 6 of the Italian Civil Code, on the obligation to reduce the corporate capital for losses exceeding one third of the corporate capital;
 - (ii) arts. 2447 and 2482-*ter* of the Italian Civil Code, on the recapitalisation further to losses that reduce the corporate capital below the legal minimum;
 - (iii) arts. 2484, paragraph 1, number 4) and 2545-*duodecies* of the Italian Civil Code, on the causes of dissolution of join-stock companies further to a reduction of the corporate capital below the legal minimum, and on the causes of dissolution of cooperatives further to losses of corporate capital, respectively.

The fulfilments provided by the aforesaid rules are therefore postponed to the meeting approving the financial statements for 2026.

The main **administrative law** provisions are summarised below:

1. **Extension of framework agreements and conventions of central purchasing bodies in the digital area** (art. 1-*quinquies*): to not hinder the pursuit of the nationwide digital transition promoted by the NRRP, article 31-*bis* is introduced into Law-Decree 76/2020. The new provision extends the framework agreements and conventions covering the “purchase instruments” and “negotiation instruments” (art. 3, lett. cccc) and dddd) of Law-Decree 50/2016 in the “computer, electronics, telecommunications and office equipment” industry, in force or expired at the date of publication of the decree, until new calls for tender are launched, with the same successful bidders, within the maximum limit of 50% of the initial value and no later than 31.12.2022.
2. **Associated management** (art. 2, paragraph 1): the deadline related to the obligation of associated management (*gestioni associate*) between Municipalities is postponed from

30 June 2022 to 31 December 2023.

3. **Postponement of the optional advance payment of 30% of the price to 31.12.2022** (art. 3, paragraph 4): also with regard to the starting of the procedures for the award of the contracts under the National Recovery and Resilience Plan and the National Complementary Plan, the conversion law of the *Decreto milleproroghe 2022*, extends from 31 December 2021 to 31 December 2022 the regulation on the optional advance payment of the price of procurement contracts, originally introduced by the *Decreto Rilancio* (article 207, paragraph 1, of Law-Decree no. 34 of 19 May 2020, converted with amendments by Law no. 77 of 17 July 2020).
4. **Requests for contributions for investments in public works** (art. 3, paragraph 5-*novies*): the rule extends the deadlines for requests for contributions for investments related to public works aimed at improving the safety of buildings and territory (paragraphs 140 and 141 of Law 145/2018). Therefore, Municipalities are now required to submit their requests for contribution for year 2022 to the Ministry of the Interior by 10 March 2022. The amount of the contribution allocated to each body shall be determined by 31 March 2022 (instead of 28 February), by a decree of the Ministry of the Interior. It should be recalled that, according to the release of the Ministry of the Interior of 15 February 2022, an extension of the deadline to 28 February was expected, for reasons related to problems with the functioning of the e-platform BDAP-MOP (public works monitoring system) in the days prior to the original deadline.
5. **Integrated urban plans** (art. 3 paragraph 6-*ter*): the rule extends the periods available to metropolitan cities to identify the projects to be financed within their urban area (to 21 March 2022 instead of 16 March) and also provides that the minimum project level required for project eligibility shall be the feasibility project, which repeals the reference to the “technical and economic feasibility project”.
6. **Extension of the provisions for simplification with regard to trading in public spaces and public establishments** (art. 3-*quinquies*): the rules further extends (until 30 June 2022) the application of the provisions for simplification with regard to trading in public spaces and public establishments referred to in article 9 *ter*, paragraphs 4 and 5, of Law-Decree no. 137 of 28 October 2020, converted with amendments by Law no. 176 of 18 December 2020.

More specifically, the following are extended to 30 June 2022:

- simplification measures for filing requests for new concessions for the use of public land or the expansion of surfaces already under concession: the requests are filed electronically with the competent office, with the attached layout only, by way of derogation from the regulation referred to in Presidential Decree 160/2010, and are exempt from the stamp duty referred to in Presidential Decree 642/1972;
- simplification measures for the temporary laying of movable structures such as dehors, urban furniture elements, equipment, platforms, tables, seats and sun umbrellas on

streets, squares and other open-air spaces of cultural or landscape interest by operators of public establishments; the laying is not subjected to the authorisations referred to in arts. 21 and 146 of the Code of Cultural Heritage referred to in Legislative Decree 42/2004 and the time-limit referred to in article 6, paragraph 1, letter e-*bis*, of Presidential Decree 380/2001 is disapplied.

The approved rule extends (to 30 June 2022) the provisions for simplification only, while the exemption from the payment of the fee continues to be limited to 31 March 2022 pursuant to art. 1, paragraph 706, of Law. no. 234 of 30 December 2021 (Budget Law for 2022).

7. **Extension of the deadline for seismic vulnerability assessments** (art. 10-*bis*): the rules defers the deadline for carrying out the technical assessments required by article 2, paragraph 3, of Ordinance of the President of the Council of Ministers 3274/2003, including “First elements related to general criteria for a seismic classification of the national territory and to technical regulations for constructions in a seismic area” (*Primi elementi in materia di criteri generali per la classificazione sismica del territorio nazionale e di normative tecniche per le costruzioni in zona sismica*) from 31 December 2021 to 31 December 2022. The said assessments are compulsory for the owners of buildings of special interest and infrastructure works which, during seismic events, provide functionalities of fundamental relevance for civil protection purposes (e.g. hospitals), as well as of buildings and infrastructure works likely to become relevant in connection with the consequences of a collapse (e.g. schools). The owners are required to carry out a seismic assessment with priority being given to the buildings and works located in seismic areas at greater risk (1 and 2). Former Law-Decree no. 162 of 30 December 2019 (so-called *Milleproroghe*), converted by Law no. 8 of 28 February 2020, explicitly stated (art. 6) that the technical assessments referred to in art. 2, paragraph 3, of Ordinance of the President of the Council of Ministers 3274/2003 must be carried out by the respective owners by 31 December 2021. It is confirmed that this does not apply to the buildings and works designed in accordance with the seismic rules in force since 1984, and that the buildings and works located in seismic areas 1 and 2 must be given priority.
8. **Urgent provisions on compulsory administration (gestioni commissariali) for the reconstruction of the territories hit by earthquakes and for compliance with the National Recovery and Resilience Plan’s implementation deadlines** (art. 13-*ter*): to support administrative procedures implementing the interventions to be carried out under the Complementary Fund to the National Recovery and Resilience Plan in the territories hit by 2009’s and 2016’s seismic events, the Government-appointed extraordinary commissioner has the power to rely – as of 1st March 2022 and until 31 December 2022 – on up to eight specialists, with proven professional skills in the matters covered by the interventions, for a maximum total amount of gross EUR 106,000 per year for each engagement. To implement such interventions the extraordinary commissioners may rely, through appropriate conventions, on the technical and operational support of the National Agency for Inward Investment and

Economic Development (*Agenzia nazionale per l'attrazione degli investimenti e lo sviluppo d'impresa Spa – INVITALIA*), within the limit of EUR 2.5 million for year 2022.

The main **labour law** provisions are summarised below:

1. **Employee training and outplacement** (art. 9, paragraph 8): the possibility to reschedule working hours and devote part of them to employee training and outplacement pathways, by concluding “second-level” bargaining agreements, is extended throughout 2022. The expenses will be charged to the *Fondo Nuovo Competenze* (fund for the development of new skills),



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