

THE WEEK IN BRIEF

News

COMMERCIAL LAW

NON-COMMERCIAL ENTITIES

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TAX

DIRECT TAXES - IRES - Capital gains - Participation exemption

DIRECT TAXES - IRES - Contingent assets

INDIRECT TAXES - Inheritances and gifts - Objective scope of application

Read Highlights

NON-COMMERCIAL ENTITIES

Third Sector Entities - Registration with RUNTS - Procedures - News of Ministerial Decree 13.1.2026

Ministerial Decree 13.1.2026 no. [2](#), amending Ministerial Decree 15.9.2020 no. [106](#), introduces several innovations regarding the registration procedure in the RUNTS; the most significant change consists in the possibility for the legal representative of the entity to delegate a trusted person to manage the practices relating to the RUNTS.

Types of delegation

The delegation may concern requests for registration, variation, cancellation, credit to the five per thousand and filing of financial statements; the document generated by the system containing the proxy is automatically included among the attachments of the application submitted to the RUNTS.

The delegation may:

- be limited to the compilation and submission of applications to the RUNTS: in this case, the signature of the application is the responsibility of the delegating party, who assumes responsibility for what has been declared and documented;
- also extend to the relevant subscription; In this case, the delegate assumes responsibility for the truthfulness of the attestation and the conformity of the copies of the attached documents with the originals, in the event that they have not been produced and signed directly with a digital signature.

Data update

The legal representative may delegate a third party to submit both the application for registration with the RUNTS and those for the updating of the data previously communicated; in this regard, it is recalled that it is necessary to communicate to RUNTS, among other things:

- amendments to the articles of association and the articles of association;
- resolutions for transformation, merger, demerger, liquidation, dissolution, extinction;
- the loss of the non-commercial nature of the entity or the repurchase of the same;
- any declaration of accreditation for the purposes of access to the 5 per mille contribution if subsequent to registration.

Further news

As highlighted by the Ministry of Labour in the press release of 23.3.2026, the other innovations introduced by Ministerial Decree 13.1.2026 no. [2](#) concern, in particular:

- the modification of the deadline for the filing of financial statements;
- the annual updating of social data;
- the procedures for the acquisition of legal personality;
- the cancellation from the RUNTS;
- the devolution of assets;
- the channels of communication with the RUNTS;
- the committees;
- the standard models of the Articles of Association.

Effective date

According to what was clarified by the Ministry of Labor with the press release of 23.3.2026, the new features of the RUNTS linked to Ministerial Decree 13.1.2026 no. [2](#) are operational as of 9.4.2026, due to the necessary adaptation of the IT system.

Ministerial Decree 13.1.2026 Ministry of Labour and Social Policies no. 2

Il Quotidiano del Commercialista of 21.3.2026 - "It is possible to delegate the submission of the application for registration with the RUNTS" - De Angelis

NON-COMMERCIAL ENTITIES

Third sector entities with revenues not exceeding €60,000 - Cash statement form in aggregate form - Adoption of the model (Ministerial Decree 18.2.2026)

In the *Official Gazette* no. 67 of 21.3.2026, the Ministerial Decree [of 18.2.2026](#) was published, which adopted the cash statement model in aggregate form for Third Sector entities (ETS) with revenues not exceeding €60,000.00.

Model Application Reports

[Art. 3](#) of the Ministerial Decree of 18.2.2026 provides that the provisions of the same "*shall apply from the preparation of the financial statements relating to the financial year in progress on the date of publication*", or from the financial statements for the year 2026.

Model Structure

The scheme follows the approach adopted in the Cash Statement with:

- exits and entrances to opposite sections;
- the indication of the comparative data referring to the previous year;
- the breakdown of amounts into asset classes;
- the calculation of sectional results in terms of surplus/deficit.

With respect to the Cash Statement, only the macro items are indicated, without the details of their components. The new model is therefore divided into three parts:

- the first relating to general expenditure and income for the year;
- the second section dedicated to expenditure from investments and income from divestments in fixed assets, with the specific calculation of the surplus/deficit relating to these operations;
- the third concerns a specific annotation of cash accounts and bank and postal deposits. To complete the model, the optional statement of imputed charges has been provided.

General expenditure and income for the year

Both expenditures and receipts are divided into five categories characterized by letters ranging from A) to E):

- income and expenditure from activities of general interest;
- income and exits from different activities;
- income and expenses from fundraising activities;
- income and expenses from financial and equity assets;
- general support inputs and exits.

Annex 1 Ministerial Decree 5.3.2020 Ministry of Labour and Social Policies
no. 39 art. 13 co. 2 Legislative Decree 3.7.2017 no. 117
art. 4 L. 4.7.2024 n. 104

Ministerial Decree 18.2.2026 Ministry of Labour and Social Policies

Il Quotidiano del Commercialista of 24.3.2026 - "**The cash statement model in aggregate form for ETS is available**" - De Rosa

Italia Oggi of 24.3.2026, p. 22 - "**Small ETS, simplified financial statements**" - Feriozzi

Il Quotidiano del Commercialista of 16.2.2026 - "**Variable simplifications of the ETS accounting system**" - Girinelli - Rivets

Il Quotidiano del Commercialista of 24.2.2026 - "**2025 ETS financial statements at the starting line**" - Branca - Moine

DIRECT TAXES

IRES - Capital gains - Participation exemption - Requirement of commerciality - Activities preparatory to the construction of the property (Cass. 23.3.2026 no. 6732)

With reference to the *participation exemption regime* pursuant to [Article 87](#) of the TUIR, the Supreme Court affirmed the non-existence of the requirement of commerciality with reference to a company that has undertaken a project to enhance a real estate complex relating to a former foundry.

Requirement of commerciality for pex purposes

According to letter d) of paragraph 1 of [Article 87](#) of the Consolidated Income Tax Act, for the purposes of the applicability of the *participation exemption*, the shareholding subject to realisation must relate to an investee company that carries out a commercial enterprise according to the definition set out in [Article 55](#) of the Consolidated Income Tax Act, but it is necessary to exclude a priori, without the possibility of proof to the contrary, the existence of the requirement of commerciality for those investee companies whose assets are mainly invested in real estate other than plants and buildings used directly by the company.

Furthermore, pursuant to the following paragraph 2 of art. 87, it is necessary that the aforementioned requirement of commerciality of the investee exists uninterruptedly from the beginning of the third tax period prior to the realisation of the capital gain.

As clarified by the Revenue Agency (Circ. 7/2013), the requirement of commerciality can be considered to exist already in the *start-up* phase provided that the investee company, after completing the preparatory phases and thus having an autonomous organizational apparatus, subsequently begins to carry out the activity for which it was established.

Rationale of the requirement of commerciality

In the opinion of the Supreme Court, the *rationale* of [art. 87](#) of the TUIR is to grant the benefit of the tax exemption to capital gains deriving from the sale of shareholdings, provided that the investee company actually and concretely carries out commercial activities, albeit in the broader concept referred to in the previous [art. 55](#), but, in any case, not an activity limited to the management of real estate or to activities merely preparatory to the commercial one. It is also reiterated that the rule must therefore be interpreted in the sense that "*the intention is to discourage the establishment of 'container companies', to be used to transfer individual gain-saving real estate assets, taking advantage of the exemption provided for capital gains relating to shareholdings. In short, the intention is to prevent the sale of the shareholding in the real estate company from being placed on a level of theoretical equivalence with respect to the sale of real estate*" (in this sense also Cass. 30.12.2020 n. [29879](#)).

Other case law has then specified that the requirement of commerciality can also exist in the *start-up* phase, provided that the investee company, once it has an autonomous organizational apparatus, actually begins to carry out the activity for which it was established (Cass. 13.3.2025 no. [6692](#)).

Irrelevance of the presence of building permits

The Cass. order 20.3.2026 no. [6732](#) in comment confirms that the presence of commercial authorizations and construction contracts is considered irrelevant, as these are future elements, while the concrete functionality of the property is determined with the declaration of completion of the works.

Finally, it is concluded by observing that, in the present case, it has not been ascertained whether, in the three years prior to the sale of the shareholding, the company had continuously carried out a commercial activity, not limited to the mere management of the real estate complex purchased after its establishment or to the performance of only preparatory activities not followed by the actual performance of the entrepreneurial activity.

art. 87 DPR 22.12.1986 n. 917

Il Quotidiano del Commercialista of 24.3.2026 - "**The preparatory activity of the investee company for pex purposes is not sufficient**" - Sanna

Cass. 20.3.2026 No. 6732

Guide Eutekne - Imposte Dirette - "**Participation exemption**" - Corso L., Sanna S.

DIRECT TAXES

IRES - Contingent assets - Contingent assets from discharge of debt - Tax relief of the contingent - Determination of the tax-free amount (Cass. 20.3.2026 no. 6763)

With the judgment of 20.3.2026 no. [6763](#), the Court of Cassation intervened, for the first time, on the tax relief regime provided for by [art. 88](#) co. 4-ter of the TUIR for contingent assets from debt reduction in the event of insolvency proceedings and similar institutions. It should be noted that, with a rule of authentic interpretation ([Article 8](#) of Legislative Decree 186/2025), this regime has also been extended to the procedures and similar institutions provided for by Legislative Decree no. [14/2019](#), the so-called "Business Crisis Code" (see La Settimana in Breve 19.12.2025 n. 47).

Regulatory framework

[Article 88](#), paragraph 4-ter of the Consolidated Income Tax Act establishes, for the aforementioned contingencies, the full non-taxability of those deriving from institutions activated for liquidation purposes (bankruptcy arrangement or liquidation estimate) or from equivalent foreign procedures, while it establishes a partial tax relief if the contingent assets have accrued as a result of institutions functional to the continuation of the business activity (restructuring arrangement, approved debt restructuring agreement, certified recovery plan) and equivalent foreign procedures.

In the second case, it is provided that the reduction of the company's liabilities - including those towards shareholders - does not constitute contingent assets for the part of the contingent that exceeds the sum:

- current or past tax losses that may be offset pursuant to [art. 84](#) of the TUIR (without considering, therefore, the 80% limit), including those transferred to the tax filing system;
- the deduction of the period and the surplus relating to the ACE pursuant to [Article 1](#), paragraph 4 of Legislative Decree 201/2011 and Ministerial Decree 3.8.2017;
- interest expense and similar financial charges referred to in [art. 96](#) paragraph 4 of the TUIR.

Value of written debts equal to or less than that of losses

The case under judgment concerns the hypothesis in which the value of the debts written off as a result of the approval of a debt restructuring agreement pursuant to [Article 182-bis](#) of RD 267/42 is equal to or lower than that of the losses, with reference to which it must be established whether these debts must:

- be taxed as contingent assets (solution adopted by the second instance judgment under appeal);
- be considered totally absorbed in losses and, therefore, not taxable (thesis supported by the applicant company).

Rationale of the non-taxability regime

In order to provide an answer to the question raised, the judges of legitimacy recall the reasons for the introduction of the aforementioned non-taxability regime, consisting in the desire to prevent the company destined to continue its activity, in addition to the benefit of the non-taxability of the positive component, from continuing to use, to offset future income, the losses and other deductions formed in the years of the crisis (in a compliant sense, see the answer to the ruling of the Revenue Agency 31.1.2023 no. [183](#) and the answer to parliamentary question 20.9.2018 no. [5-00047](#)).

Conclusions of the Supreme Court

For the above, in the case of written off debts of a value equal to or less than that of the losses, considering the written off debts as taxable contingent assets would entail a double taxation of the same positive item, a solution contrary to both the spirit and the letter of the rule. In fact, by operating in this way, the contingency:

- on the one hand, it would erode the amount of losses that could not be carried forward in subsequent years in a decrease in taxable income;
- on the other hand, it would be simultaneously (and autonomously) taxable as a contingent asset.

The principle of law is therefore enunciated according to which, pursuant to [art. 88](#) par. 4-ter of the TUIR, the following does not constitute taxable contingent assets:

- not only the excess of debts written off as a result of the approval of the restructuring advance with respect to losses, for the period and past, calculated in their full value, interest expenses and similar charges;
- but also the amount of such debts in the different hypothesis in which these are equal to or less than such said losses, interest expenses and similar charges, being considered (in whole or in part) absorbed in the amount of losses.

Value of written debts higher than that of losses

Since the aforementioned answer to ruling [183/2023](#) is considered acceptable by the judges of legitimacy, it is considered that the methods of calculation, contained therein, of the non-taxable amount of the contingency, where this is greater than the value of the debts written off, must still be considered valid.

In such cases, it is therefore necessary to:

- determine the taxable income gross of the contingent assets from discharge of debt, taking into account, for the purposes of the deductible amount of interest expenses, the limits set by [art. 96](#) of the TUIR;
- apply [art. 84](#) of the TUIR on the aforementioned income for the period, using past losses, within the limits of 80% of the same income, primarily on other income without taking into account the contingent assets;
- bring any additional past losses and any excess interest expense not deducted pursuant to [art. 96](#) of the TUIR to reduce the contingency from discharge of debt;
- detax, pursuant to [art. 88](#) par. 4-ter of the TUIR, the part of the contingency from discharge of debt that may remain following the use of past losses and interest expenses referred to in the previous point.

art. 182 to L.F.

art. 56 Legislative Decree 12.1.2019 n. 14

art. 8 para. 1 Legislative Decree 4.12.2025 n. 186

art. 88 co. 4 ter DPR 22.12.1986 n. 917

Parliamentary question 20.9.2018 no. 5-00047 Answer to

the ruling of the Revenue Agency 31.1.2023 no. 183

Il Quotidiano del Commercialista of 24.3.2026 - "**Contingent assets from the write-off of creditors always not taxable**" - Pezzetta

Italia Oggi of 24.3.2026, p. 24 - "**Restructuring agreement The advantage is not taxable**" - Alberici

Cass. 20.3.2026 No. 6763

Eutekne Guides - Direct Taxes - "**Contingent assets**" - Fornero L.

INDIRECT TAXES

Successions and donations - Objective scope of application - Exemption for the donation/succession of shares in corporations - Condition of legal control - (Cass. 19.3.2026 nos. 6614 and 6616; Cass. 21.3.2026 n. 6799)

The Court of Cassation, with some recent decisions (Cass. 19.3.2026 n. [6616](#) and Cass. 21.3.2026 n. [6799](#)) ruled on the exemption from inheritance and gift tax contemplated by [art. 3](#) co. 4-ter of Legislative Decree 346/90, examining in detail the requirement of "control", necessary to access the exemption when the subject of transfer are shareholdings in corporations.

The rulings apply the previous discipline of [art. 3](#) co. 4-ter of Legislative Decree 346/90, prior to the amendments introduced with the tax reform by Legislative Decree no. [139/2024](#), as they relate to successions opened before 1.1.2025. However, it is thought that the principles set out in it may also remain valid with reference to the current regulatory provision, concerning a point of the discipline not impacted by the reform.

Exemption for inheritance or donation of company shares

It should be noted that [art. 3](#) co. 4-ter of Legislative Decree 346/90 provides for an exemption from inheritance and gift tax operating for transfers of companies or shareholdings, if made in favor of the spouse or descendant of the donor (or the deceased).

In particular, the exemption (in the version prior to Legislative Decree no. [139/2024](#)) was applicable, in the case of a donation of shareholdings in corporations, provided that the donee:

- acquired or integrated control of the company pursuant to [art. 2359](#) par. 1 no. 1 of the Italian Civil Code;
- maintained control for a period of not less than five years from the date of the transfer, making, in place, a specific declaration to that effect.

Incidentally, it can be pointed out that, limited to the case of the donation of shares in corporations, the current rule has changed only for the fact that the exemption is now also applied in the event that the donee (already the holder of control at the time of the donation) strengthens it as a result of the donation (while this hypothesis escaped exemption in the previous regulatory formulation).

Requirement of statutory control

As anticipated, in order for the exemption to apply, in the event of succession or donation of shares in corporations, it is essential that the beneficiary acquires or integrates corporate control pursuant to [Article 2359](#) paragraph 1 no. 1 of the Italian Civil Code.

As stated by the judgments in question, this condition must be considered satisfied when the beneficiary has the majority of the votes exercisable in the ordinary shareholders' meeting, *"i.e. holds more than fifty percent of the shares or shares of the same, with the right to vote in the ordinary shareholders' meeting"* (Cass. [7429/2021](#)).

Therefore, since the Supreme Court states that since the legislator has linked the exemption to the achievement of de jure control by the donee, it is essential that the donee, as a result of the transfer, obtain 50% + 1 of the votes to be exercised in the ordinary shareholders' meeting.

Exclusion of voting rights on profits

This principle is declined differently in the various judgments examined, due to the peculiarities of the cases under judgment.

Ordinance no. 6616/2026 specifies that the "de jure control", required for the exemption from art. 3 par. 4-ter cannot consist of a power limited to individual resolutions, as the donee must obtain *"the power to determine the outcome of the ordinary shareholders' meeting resolutions as a whole"*.

On the basis of this principle, the Court excludes that the benefit can be applied in the present case, in which the donee, reserving the usufruct, had also retained the right to vote on the profits. In the case examined, in fact, the father, a 100% shareholder of a limited liability company, in 2013 had donated the bare ownership of his shares to his children *"in equal and undivided parts"*, specifying, in the deed of donation, that the *"right to profits and the right to vote exclusively with regard to resolutions concerning the distribution of the same remains reserved to the usufructuary"*, while the exercise of the right to vote *"for all other matters will be up to the bare owners"*.

Unanimous voting clause

Also in Order No. 6799/2026, the Court concludes that the benefit is not entitled, due to the absence of the requirement of "de jure control", given that the deceased, owner of 100% of the shares of a limited liability company, had assigned them in equal parts to his two children, who had become owners of 50% each, in a public will.

The taxpayers objected that the exemption was due in any case, as the company bylaws provided *"that every decision must be taken with the unanimity of votes"*, thus making *"the functioning of the collegial body comparable to the method of taking the resolutions of partnerships"*, where the exemption is due regardless of control.

The Court of Cassation does not share this thesis and, after recalling that the facilitation rules are strictly interpreted, reiterates that art. 3 co. 4-ter requires 50% + 1 of the votes, concluding that this prerequisite was not met in the present case by any of the children.

In this context - adds the Court - the provision of the bylaws that requires unanimity of votes only demonstrates that neither of the two shareholders has control, *"necessarily having to obtain the favorable vote of the other shareholder as well"*. The clause - the Supreme Court clarifies - in essence *"expresses a power of veto that is something very different from the notion of control understood by the Code"*.

Total transfer to the predecessor

It is interesting to note that, in both cases subject to the decision of the Supreme Court, the *predecessor* owned a total shareholding (100%), certainly suitable to guarantee de jure control, but, with the liberal transfer, this element was lost and, therefore, in both cases, the exemption was not considered applicable.

art. 3 co. 4 ter Legislative Decree 31.10.1990 n. 346

Il Quotidiano del Commercialista of 26.3.2026 - **"Unanimous voting clause irrelevant for the exemption in the succession in the shares of limited liability companies"** - Mauro

Italia Oggi of 26.3.2026, p. 23 - **"The heir in the corner"** - Gambino

Il Quotidiano del Commercialista del 21.3.2026 - **"Donation of shares not subsidized if the donor usufructuary retains the vote on the profits"** - Mauro

Cass. 19.3.2026 No. 6616

Eutekne Guides - VAT and Indirect Taxes - **"Donation of Shareholdings"** - Mauro A.

Cass. 21.3.2026 No. 6799

BENEFITS

REVENUE AGENCY PROVISION 30.1.2026 N. 3873

BENEFITS

TAX BREAKS - TAX CREDIT FOR DISADVANTAGED AREAS - Credit
tax for investments in Simplified Logistics Zones (FTAs) - Extension for the years 2026, 2027 and 2028 - Approval of the communication models

Art. 13 of Legislative Decree 7.5.2024 no. 60, conv. Law no. 95 of 4.7.2024, extended the tax credit for investments in the single SEZ for the South, referred to in art. 16 of Decree-Law 124/2023, to investments made in Simplified Logistics Zones (FTAs) in the period from 8.5.2024 to 15.11.2024.

The implementing provisions of the facility were defined with the Decree of the Presidency of the Council of Ministers - Minister for European Affairs, the South, Cohesion Policies and the PNRR of 30.8.2024, published in the Official Gazette no. 226 of 26.9.2024.

This tax credit was extended by art. 3 co. 14-octies - 14-decies of Legislative Decree 27.12.2024 n. 202, conv.

Law no. 15 of 21.2.2025, in relation to investments made from 1.1.2025 to 15.11.2025.

Art. 1 co. 444 - 447 of Law no. 199 of 30.12.2025 further extended the facility in relation to investments made from 1 January to 31 December of the years 2026, 2027 and 2028.

This provision therefore approved the communication forms and related instructions for benefiting from the tax credit for the aforementioned investments made in the years 2026, 2027 and 2028, defining the methods and terms of transmission.

Beneficiaries

Companies can access the tax credit:

- regardless of the legal form and accounting regime adopted;
- already operational or that settle in the Simplified Logistics Zones identified pursuant to art. 1 co. 61 - 65-bis of Law no. 205 of 27.12.2017, limited to the areas eligible for regional aid pursuant to art. 107 § 3 letter c) of the Treaty on the Functioning of the European Union (TFEU).

These areas are identified by the 2022-2027 Regional Aid Map.

Excluded subjects

The benefit is not available to entities operating in the following sectors:

- steel, coal and lignite industries;
- transport (excluding the storage and transport support sectors) and related infrastructure;
- production, storage, transmission and distribution of energy and energy infrastructure;
- long band;
- credit, financial and insurance.

The tax credit is also not due to:

- companies that are in a state of liquidation or dissolution;
- companies in difficulty, as defined by art. 2, point 18, of European Commission Regulation 17.6.2014 n. 651.

Eligible investments

Investments are eligible for:

- forming part of an initial investment project as defined in art. 2, points 49, 50 and 51 of the European Commission Regulation 17.6.2014 n. 651;
- relating to the purchase, including through financial lease agreements, of new machinery, plants and various equipment intended for existing production facilities or which are being set up in the FTA, as well as the purchase of land and the acquisition, construction or expansion of buildings instrumental to investments and actually used for the exercise of the activity in the production structure.

The value of the land and buildings eligible for the subsidy cannot exceed 50% of the total value of the subsidized investment.

Excluded investments

However, the following are excluded:

- goods independently intended for sale, as well as those transformed or assembled to obtain products intended for sale;
- consumables.

Quantitative limits on investments

It is also provided that:

- the tax credit is commensurate with the share of the total cost of the assets, up to a maximum limit, for each investment project, of 100 million euros;
- investment projects whose total cost is less than € 200,000.00 are not eligible for the eligibility.

"Preventive" communication to the Revenue Agency

The aforementioned companies that intend to take advantage of the tax credit must submit an initial communication to the Revenue Agency:

- from 31.3.2026 to 30.5.2026, certifying the amount of eligible expenses incurred from 1.1.2026 and those expected to be incurred by 31.12.2026;
- from 31.3.2027 to 30.5.2027, certifying the amount of eligible expenses incurred from 1.1.2027 and those expected to be incurred by 31.12.2027;
- from 31.3.2028 to 30.5.2028, certifying the amount of eligible expenses incurred from 1.1.2028 and those expected to be incurred by 31.12.2028.

The communication must take place exclusively electronically:

- using the form approved by this provision and the software available free of charge on the website of the Revenue Agency;
- directly or through a person in charge.

Supplementary communication to the Revenue Agency

Companies that have submitted the aforementioned "preventive" communication must certify, under penalty of forfeiture of the facilitation, that the indicated investments have been made, by submitting a specific supplementary communication to the Revenue Agency:

- from 3.1.2027 to 17.1.2027, to certify the implementation of the 2026 investments;
- from 3.1.2028 to 17.1.2028, to certify the implementation of the 2027 investments;
- from 3.1.2029 to 17.1.2029, to certify the completion of the 2028 investments. The supplementary communication must be made exclusively electronically:
- using the form approved by this provision and the software available free of charge on the website of the Revenue Agency;
- directly or through a person in charge.

Use of the tax credit

The tax credit due on the basis of the supplementary communication can be used by the beneficiaries:

- exclusively in compensation pursuant to art. 17 of Legislative Decree 241/97, by submitting the F24 form exclusively through the telematic services made available by the Revenue Agency;
- starting from the working day following the publication of the provision of the Revenue Agency announcing the percentage for determining the maximum amount of the tax credit that can be used, in compliance with the expenditure limit provided for each year;
- in any case, not before the issuance of a special receipt with which applicants are notified of the recognition of the use of the tax credit.

The tax credit in question does not apply:

- the annual limit on offsets for tax credits provided for by art. 1 paragraph 53 of Law 244/2007 (250,000.00 euros);
- the general annual limit to offsets in the F24 form referred to in art. 34 of Law 388/2000 (2 million euros).