

17TH NATIONAL CONFERENCE
ITALIAN ASSOCIATION OF
COMMERCIAL LAW'S SCHOLARS
HORIZONS OF COMMERCIAL LAW

***“COMMERCIAL LAW FROM A
EUROPEAN PERSPECTIVE:
BETWEEN OVERREGULATION AND DEREGULATION,
MANDATORY RULES AND PRIVATE ORDERING,
HARMONIZATION AND FLEXIBILITY”***

Rome, 27-28 February 2026

ENRICO LOCASCIO ALIBERTI

PROFESSORE ASSOCIATO DI DIRITTO COMMERCIALE
UNIVERSITÀ DEGLI STUDI DI NAPOLI “FEDERICO II”

The impact of the Corporate Sustainability Due Diligence Directive on business partners across the “chain of activities” and new liability profiles: from the “group” of companies to the “chain” of companies

The paper aims to investigate the consequences that the Corporate Sustainability Due Diligence Directive will have on the business partners of companies subject to the Directive.

Although the CSDDD provides for a rather narrow subjective scope of application, limited to large companies, in reality, due to a cascade effect, the companies belonging to the chain of activities are the real recipients of the measure.

Consideration is given not only to the economic impacts, i.e. the compliance costs that the Directive will generate for small and medium-sized

enterprises, but also to the legal consequences, especially in terms of liability.

Firstly, the contractual liability profiles of partner companies are examined, arising from the failure to comply with the sustainable conduct obligations imposed by the lead companies.

Then, consideration is given to the fact that the imposition of such obligations could significantly limit the decision-making autonomy of partner companies.

The aim is therefore to investigate whether, and if so when, the restriction of managerial autonomy could even lead to a form of “functional” hetero-direction of partner companies. This would mean that the head company could be liable for the management and coordination of the companies in the chain and, consequently, liable for abuse of hetero-direction.