

General information on the business

Company details

Name: Iccrea Covered Bond S.r.l.
Registered office: Via Lucrezia Romana, 41-47 ROME RM
Quota capital: 10,000.00
Fully paid-up quota capital: yes
CCIAA (Chamber of Commerce) Code: RM
VAT: 15231571009
Tax Code: 15231571009
REA (Administrative Economic Register): 1576559
Legal status: LIMITED LIABILITY COMPANY
Core business sector (ATECO, Classification of Economic Activities): 649940
Company in liquidation: no
Sole-quotaholder company: no
Company subject to third-party management and coordination: yes
Name of the company or entity that carries out management and coordination activities: Iccrea Banca S.p.A. - Istituto Centrale del Credito Cooperativo
Membership to a group: yes
Name of the parent company: Iccrea Banca S.p.A. - Istituto Centrale del Credito Cooperativo
Country of the parent company:
Registration number with the register of cooperative companies

Financial Statements at 31/12/2020

Micro Balance Sheet

	31/12/2020	31/12/2019
Assets		
B) Fixed assets		
I - Intangible assets	2,178	2,178
<i>Total fixed assets (B)</i>	<i>2,178</i>	<i>2,178</i>
C) Current assets		
II – Receivables	1,636	442

	31/12/2020	31/12/2019
Deferred tax assets	1,636	442
IV - Cash and cash equivalents	9,020	6,822
<i>Total current assets (C)</i>	<i>10,656</i>	<i>7,264</i>
<i>Total assets</i>	<i>12,834</i>	<i>9,442</i>
Liabilities		
A) Equity		
I – Quota capital	10,000	10,000
VI – Other reserves	3,800	-
VIII – Profits (losses) carried forward	(1,400)	-
IX – Profit (loss) for the year	(5,181)	(1,400)
<i>Total equity</i>	<i>7,219</i>	<i>8,600</i>
D) Payables	4,344	405
due within 12 months	4,344	405
E) Accrued expenses and deferred income	1,271	437
<i>Total liabilities</i>	<i>12,834</i>	<i>9,442</i>

Information at the bottom of the micro balance sheet

No cases occurred which are referred to in Article 2427, nos. 9 and 16 and Article 2424, nos. 3 and 4 of the Italian Civil Code.

Amount of fees, advances and loans granted to directors and statutory auditors and of commitments undertaken on their behalf

No fees, advances or expenses were paid during the financial year.

Treasury shares and shares or quotas of parent companies held, acquired or sold during the year, including through trust companies or third parties (in accordance with Article 2428, nos. 3) and 4))

The Company does not hold own quotas or shares or quotas of its parent company, not even through trust companies or third parties. Likewise, no own quotas or shares of the parent company were acquired and/or sold during the financial year.

Micro Income Statement

	31/12/2020	31/12/2019
A) Value of production		
5) other revenues and income	-	-
Others	1	-
<i>Total other revenues and income</i>	1	-
<i>Total value of production</i>	1	-
B) Production costs		
7) for services	5,816	1,290
14) charges other than operating costs	560	552
<i>Total production costs</i>	6,376	1,842
Difference between production value and costs (A - B)	(6,375)	(1,842)
Profit (loss) before tax (A-B+C+D)	(6,375)	(1,842)
20) Current tax, deferred tax assets and liabilities for the year		
deferred tax assets and liabilities	(1,194)	(442)
<i>Total current tax, deferred tax assets and liabilities for the year</i>	<i>(1,194)</i>	<i>(442)</i>
21) Profit (loss) for the year	(5,181)	(1,400)

Micro financial statements, other information

The Financial Statements have been prepared in accordance with the current rules laid down in the Italian Civil Code and, in particular, they are compliant with the provisions laid down in Articles 2423 et seq., as amended by Article 6 of Legislative Decree 139 of 18 August 2015. Furthermore, the Accounting Principles issued by the Italian Accounting Board (*Organismo Italiano di Contabilità*) during the 2016 financial year have been complied with, if applicable, in preparing these Financial Statements.

In accordance with Article 2435-ter, introduced by Article 6 of Legislative Decree 139 of 18 August 2015, the Company has made use of the option to prepare the financial statements in the form of micro-enterprises; the information relating to the schedules of financial statements has therefore been brought into line with the rules of the same article and supplemented, where deemed necessary. The Company is exempted from preparing the notes to the financial statements, the report on operations and the cash flow statement.

The Company was established on 8 April 2019.

The Company's sole purpose is to purchase the following loans and securities from banks, for valuable consideration, within the scope of one or more issues (including both individual transactions and issue programmes) of covered bonds carried out in accordance with Article 7-bis of Law 130 of 30 April 1999, the Ministry of Economy and Finance's Decree 310 of 14 December 2006 and the Supervision provisions for banks laid down in the Bank of Italy's circular letter 285 of 17 December 2013, as amended and supplemented and related implementing provisions:

- (i) land and mortgage loans, even if identified in bulk;
- (ii) receivables from public authorities or guaranteed by them and securities issued or guaranteed under the same terms and conditions, even if identified in bulk;
- (iii) securities issued within the scope of securitisation transactions concerning loans and receivables of the same nature;
- (iv) additional eligible assets or supplementary eligible assets that are permitted by the aforesaid regulation;

by taking out loans granted or guaranteed by banks, including assignors, as well as the provision of guarantees for the bonds issued by the same banks or by any other bank.

The Company will carry out the activities referred to above according to the terms and conditions and the methods set out in the regulations applicable to the issues of covered bonds in accordance with Article 7-bis of Law 130 of 30 April 1999, as amended and supplemented, and related implementing provisions.

In accordance with the aforesaid provisions of law, the loans, receivables and securities acquired by the Company and the amounts paid by the related debtors are intended to satisfy, including in accordance with Article 1180 of the Italian Civil Code, the rights of the holders of covered bonds referred to in Article 7-bis, paragraph 1, of Law 130 of 30 April 1999, which are issued within the scope of the issue transactions in which the Company is involved, to the benefit of which the Company has provided guarantees, and of the counterparties to derivative contracts hedging the risks associated with the receivables, loans and securities that are acquired and to other ancillary contracts, as well as to pay other transaction costs, on a priority basis with regard to the repayment of loans granted or guaranteed by the banks, including assignors, in accordance with Article 7-bis, paragraph 1, of Law 130 of 30 April 1999.

The receivables, loans and securities acquired by the Company within the scope of each transaction or issue program constitute assets that are separate for all purposes from those of the Company and from those relating to any other transaction or issue program, over which no actions may be brought by creditors other than the holders of covered bonds issued and any additional creditor referred to in the paragraph above.

Within the limits permitted by the provisions of Law 130 of 30 April 1999 and related implementing provisions, the Company may also carry out any ancillary transaction to be entered into for the provision of guarantees and for the successful completion of transactions or programmes for the issue of covered bonds in which it takes part, as well as to carry out transactions to reinvest in eligible assets and supplementary eligible assets, as well as in other financial assets of the funds arising from the management of receivables, loans and securities that are acquired in accordance with this corporate purpose and are not immediately used to satisfy the rights of the holders of covered bonds (issued within the scope of these issue transactions) and to pay transaction costs.

Within the scope of covered bond issue transactions in which it takes part, in compliance with the provisions of Law 130 of 30 April 1999 and related implementing provisions, the Company may appoint third-party persons or entities to collect

the receivables acquired and to provide cash and payment services, as well as to carry out any other activity permitted under Article 7-*bis* of Law 130 of 30 April 1999 and related implementing provisions.

In view of the fact that the Company has planned to take part in a covered bond issue transaction during 2021, these financial statements have been prepared on a going concern basis, since there are no conditions that might cast doubt on the Company's ability to continue to operate as a going concern.

Dear Quotaholder, in consideration of the information provided above, the governing body invites you to carry forward the loss for the year equal to Euro 5,181.35 since it has not reached the limits set out in Article 2482-*bis* of the Italian Civil Code, considering the amount of equity reserves recognised in the financial statements at 31 December 2020, in the expectation that the loss may be offset against profits in future financial years.

The Financial Statements are true and real and correspond to the accounting records.

Rome, 12 April 2021

Iccrea Covered Bond S.r.l.

The Sole Director

Torri Andrea



ANDREA
TORRI
ICCREA SPA
14.07.2021
10:42:15
UTC



Iccrea Covered Bond S.r.l.

Financial statements as at December 31, 2020

Independent auditor's report

Independent auditor's report (Translation from the original Italian text)

To the Quotaholders of
Iccrea Covered Bond S.r.l.

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Iccrea Covered Bond S.r.l. (the "Company"), which comprise the balance sheet as at December 31, 2020 and the income statement for the year then ended.

In our opinion, the financial statements give a true and fair view of the financial position of the Company as at December 31, 2020 and of its financial performance for the year then ended in accordance with the Italian regulations governing financial statements.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISA Italia). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the regulations and standards on ethics and independence applicable to audits of financial statements under Italian Laws. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other matters

This report is not issued pursuant to the provisions of the Italian law, as the Company is not subject to the statutory audit pursuant to art. 2477 of the Italian Civil Code.

Responsibilities of Sole Director for the Financial Statements

The Sole Director is responsible for the preparation of the financial statements that give a true and fair view in accordance with the Italian regulations governing financial statements, and, within the terms provided by the law, for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

The Sole Director is responsible for assessing the Company's ability to continue as a going concern and, when preparing the financial statements, for the appropriateness of the going concern assumption, and for appropriate disclosure thereof. The Sole Director prepares the financial statements on a going concern basis unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing (ISA Italia) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with International Standards on Auditing (ISA Italia), we have exercised professional judgment and maintained professional skepticism throughout the audit. In addition:

- we have identified and assessed the risks of material misstatement of the financial statements, whether due to fraud or error, designed and performed audit procedures responsive to those risks, and obtained audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- we have obtained an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control;
- we have evaluated the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Sole Director;
- we have concluded on the appropriateness of Sole Director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to consider this matter in forming our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;
- we have evaluated the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We have communicated with those charged with governance, identified at an appropriate level as required by ISA Italia, regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Rome, July 14, 2021

EY S.p.A.

Signed by: Wassim Abou Said, Auditor

This report has been translated into the English language solely for the convenience of international readers.