

SUPPLEMENT TO THE BASE PROSPECTUS DATED 15 JULY 2015



ICCREA Banca S.p.A.

(incorporated with limited liability as a società per azioni under the laws of the Republic of Italy)

€3,000,000,000

Euro Medium Term Note Programme

This Supplement to the Base Prospectus (the "**Supplement**") constitutes a prospectus supplement for the purposes of article 13 of Chapter 1 of Part II of the Luxembourg Law dated 10 July 2005 on prospectuses for securities (the "**Prospectus Law**") and is prepared in connection with the Base Prospectus dated 15 July 2015 (the "**Base Prospectus**") to the €3,000,000,000 Euro Medium Term Note Programme (the "**Programme**") of ICCREA Banca S.p.A. (the "**Issuer**").

Application has been made to the *Commission de Surveillance du Secteur Financier* (the "**CSSF**"), which is the Luxembourg competent authority for the purposes of Directive 2003/71/EC, as amended (the "**Prospectus Directive**") and relevant implementing measures in Luxembourg, for approval of this Supplement.

This Supplement has been prepared in order to incorporate by reference the Issuer's un-audited non-consolidated interim financial results as at and for the six months ended 30 June 2015.

The Issuer accepts responsibility for the information contained in this Supplement. The Issuer declares that, having taken all reasonable care to ensure that such is the case, the information contained in the Supplement is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus since the publication of the Base Prospectus.

This Supplement is supplemental to, and should be read and construed in conjunction with, the Base Prospectus. Terms defined in the Base Prospectus (but not herein) shall have the same meaning when used in this Supplement.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, the statements in (a) above will prevail.

This Supplement may only be used for the purposes for which it has been published.

In accordance with article 13.2 of Chapter 1 of Part II of the Prospectus Law, investors who have already agreed to purchase or subscribe for securities before this Supplement is published have the right, exercisable within a time limit of two working days after the publication of this Supplement, to withdraw their acceptances. The final date of withdrawal is 24 September 2015.

The date of this Supplement is 22 September 2015.

A. INFORMATION INCORPORATED BY REFERENCE

The information set out below supplements the section in the Base Prospectus entitled "Documents incorporated by reference" on pages 25 – 26 therein.

“On 6 August 2015, the Issuer approved its un-audited non-consolidated interim financial results as at and for the six months ended 30 June 2015 together with the auditors' review report dated 7 August 2015 (the "**Interim Financial Statements**").

The Interim Financial Statements have been published and filed with the CSSF, are incorporated in full by reference into this Supplement and shall, by virtue of this Supplement, be deemed to be incorporated by reference in full into, and form part of, the Base Prospectus.

The following table shows where the information required under Annex IX, paragraph 11.1 of Commission Regulation (EC) No. 809/2004 can be found in the above-mentioned Interim Financial Statements incorporated by reference in the Base Prospectus.

Balance sheet	Page 57
Income statement	Page 58
Statement of comprehensive income	Page 59
Statement of changes in shareholders' equity	Pages 60 - 61
Statement of cash flows (indirect method)	Page 62
Reconciliation	Page 64
Notes to the Financial Statements	Pages 66 - 217
Certification of the Financial Statements	Pages 219 - 221
Auditors' report	Pages 223 - 225

The information incorporated by reference that is not included in the cross-reference list above, is considered as additional information and is not required by the relevant schedules of Regulation (EC) 809/2004 (as amended).”

** *** **

A copy of this Supplement and the Interim Financial Statements which are incorporated herein by reference can be obtained, without charge, at the specified office of the Issuer and/or the Fiscal Agent (see pages 147-148 of the Base Prospectus) and are also available on the website of the Luxembourg Stock Exchange (www.bourse.lu).