

**SUPPLEMENT NO. 1 DATED 13 OCTOBER 2020 TO THE BASE PROSPECTUS
DATED 17 SEPTEMBER 2020**



ICCREA BANCA S.p.A.

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

EUR 3,000,000,000

Euro Medium Term Note Programme

This supplement (the "**Supplement**") is supplemental to, forms part of and must be read and construed in conjunction with, the base prospectus dated 17 September 2020 (the "**Base Prospectus**") prepared by ICCREA Banca S.p.A. (the "**Issuer**") in connection with its Euro Medium Term Note Programme (the "**Programme**") for the issuance of up to EUR 3,000,000,000 in aggregate principal amount of notes ("**Notes**"). Terms given a defined meaning in the Base Prospectus shall, unless the context otherwise requires, have the same meaning when used in this Supplement.

This Supplement has been approved by the Luxembourg Commission de Surveillance du Secteur Financier (the "**CSSF**"), which is the Luxembourg competent authority for the purpose of Regulation (EU) 2017/1129 (the "**Prospectus Regulation**"). This Supplement constitutes a supplement for the purposes of Article 23(1) of the Prospectus Regulation.

This Supplement has been prepared in order to (a) incorporate by reference in the Base Prospectus the press release published by the Issuer on 12 October 2020 entitled "*Iccrea Banca Board approves results of the Iccrea Cooperative Banking Group for first half of the year*", following the approval by the board of Directors of the Issuer of the consolidated financial information of the Group as at and for the six month period ended 30 June 2020.

The Issuer accepts responsibility for the information contained in this Supplement and declares that, to the best of its knowledge, the information contained in this Supplement is in accordance with the facts and the Supplement makes no omission likely to affect its import.

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 into, the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement, no significant new fact, material mistake or inaccuracy relating to the information included in the Base Prospectus which is capable of affecting the assessment of the Notes issued under the Programme has arisen or been noted, as the case may be, since publication of the Base Prospectus. This Supplement may only be used for the purposes for which it has been published.

The date of this Supplement is 13 October 2020.

INFORMATION INCORPORATED BY REFERENCE

The information set out below supplements the section of the Base Prospectus entitled "Documents incorporated by reference" on pages 52 – 53 therein.

"The press release dated 12 October 2020 entitled "*Iccrea Banca Board approves results of the Iccrea Cooperative Banking Group for first half of the year*", (the "**1H 2020 Press Release**"), is incorporated by reference in and forms part of this Supplement and shall, by virtue of this Supplement, be deemed to be incorporated by reference in, and form part of, the Base Prospectus.

Cross-reference list

1H 2020 Press Release

Page Numbers

Whole document (pages 1-7)

The 1H 2020 Press Release can be accessed at the following website:

[https://www.gruppoiccrea.it/Documenti_GBI/EN_Gruppo%20Iccrea%20bilancio%20semestr ale%20\(EN\)%209.10.20.pdf](https://www.gruppoiccrea.it/Documenti_GBI/EN_Gruppo%20Iccrea%20bilancio%20semestr ale%20(EN)%209.10.20.pdf)

The Issuer confirms that the consolidated results of the Iccrea Cooperative Banking Group as at and for the six months ended 30 June 2020, referred to in the 1H 2020 Press Release, have been compiled and prepared by the Issuer in accordance with IFRS adopted by the Group and on a basis which are (i) comparable with the consolidated financial information as at 30 June 2019 and 31 December 2019 incorporated by reference in the Base Prospectus, and (ii) consistent with the accounting policies of the Issuer.

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Copies of this Supplement and the documents incorporated by reference will be available without charge (i) at the specified office of the Issuer and/or the Fiscal Agent (see pages 239-240 of the Base Prospectus); (ii) on the website of the Luxembourg Stock Exchange at www.bourse.lu; and (iii) at the following website of the Issuer: <https://www.iccreabanca.it/it-IT/Pagine/obbligazioni2.aspx>

Unless specifically incorporated by reference into this Base Prospectus, information contained on the Issuer's website does not form part of this Base Prospectus.