

**SUPPLEMENT NO. 4 DATED 14 APRIL 2022 TO THE BASE PROSPECTUS
DATED 3 SEPTEMBER 2021**



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 3 September 2021 as supplemented by supplements dated 30 September 2021, 4 November 2021 and 2 February 2022 (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 amend the section entitled "*Documents Incorporated by Reference*" to incorporate by reference in the Base Prospectus the press release published by the Issuer on 8 April 2022 entitled "*Iccrea Cooperative Banking Group: 2021 consolidated financial statements approved*" and the accompanying financial attachment entitled "*Attachment to the press release on the 2021 consolidated financial statements*".

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 14 April 2022.

INFORMATION INCORPORATED BY REFERENCE

The information set out below supplements the section of the Base Prospectus entitled "*Documents Incorporated by Reference*" on pages 59 to 60 therein.

"The press release dated 8 April 2022 entitled "*Iccrea Cooperative Banking Group: 2021 consolidated financial statements approved*" (the "**8 April 2022 Press Release**") and the accompanying financial attachment entitled "*Attachment to the press release on the 2021 consolidated financial statements*" (the "**8 April 2022 Financial Attachment**") are incorporated by reference in and form 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

8 April 2022 Press Release

Page Numbers:
Whole document (pages 1 – 3)
(except the 2nd sentence of the 11th paragraph on page 2, and the 2nd sentence of the 2nd paragraph on page 3)

8 April 2022 Financial Attachment

Page Numbers:
Whole document (pages 1 – 11)
(except the section entitled "2024 Group Ambition" on pages 10 and 11)

The 8 April 2022 Press Release can be accessed at the following website:

https://www.gruppobccicrea.it/Documenti_GBI/ComunicatoStampa/Press%20Release%20Fin.%20Stat.%202021.pdf

The 8 April 2022 Financial Attachment can be accessed at the following website:

https://www.gruppobccicrea.it/Documenti_GBI/ComunicatoStampa/Attachment%20to%20press%20release.pdf

The Issuer confirms that the unaudited results as at and for the year ended 31 December 2021 have been compiled and prepared on a basis which is comparable with the historical information and consistent with the Issuer's accounting policies."

The information set out below supplements the cross-reference list of the audited consolidated annual and separate annual financial statements of the Issuer as at and for the year ended 31 December 2020 in the section of the Base Prospectus entitled "*Documents Incorporated by Reference*" on page 60 of the Base Prospectus:

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|---|---------|---|
| " | | |
| Main indicators at December 31, 2020, June 30, 2020 and December 31, 2019 | 14-15 | |
| Alternative Performance Measures | 134-135 | " |

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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 page 263 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.