

**SUPPLEMENT DATED 20 FEBRUARY 2024
TO THE BASE PROSPECTUS DATED 22 JUNE 2023**



ICCREA Banca S.p.A.

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

**Euro 10,000,000,000 Covered Bond (*Obbligazioni Bancarie Garantite*) Programme
unconditionally and irrevocably guaranteed as to payments of interest and principal by**

Iccrea Covered Bond S.r.l.

(incorporated as a limited liability company under the laws of the Republic of Italy and registered at the Companies' Registry of Rome under registration number 15231571009)

This supplement (the “**Supplement**”) constitutes a supplement to the base prospectus dated 22 June 2023 as supplemented by the first supplement on 31 August 2023, by the second supplement on 19 October 2023 and by the third supplement on 16 November 2023 (the “**Base Prospectus**”), for the purposes of Article 23, paragraph 1, of Regulation (EU) 2017/1129 (the “**Prospectus Regulation**”).

This Supplement constitutes a supplement to, and should be read in conjunction with, the Base Prospectus.

Capitalized terms used in this Supplement and not otherwise defined herein, shall have the same meaning ascribed to them in the Base Prospectus.

Each of the Issuer and the Guarantor accepts responsibility for the information contained in this Supplement, with respect to those sections which already fall under the responsibility of each of them under the Base Prospectus and which are supplemented by means of this Supplement. To the best of the knowledge of the Issuer and the Guarantor (having taken all reasonable care to ensure that such is the case), the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

This Supplement has been approved by the *Commission de Surveillance du Secteur Financier* (“**CSSF**”), which is the Luxembourg competent authority for the purposes of the Prospectus Regulation.

The purpose of this Supplement is to update (a) the following sections of the Base Prospectus (i) “*General Description of the Programme*”; (ii) “*Risk Factors*”; (iii) “*Information incorporated by reference*”; (iv) “*The Sellers*”; (v) “*Overview of the Transaction Documents*”; and (b) the last page of the Base Prospectus.

Save as disclosed in this Supplement, there has been no other significant new factor and there are no material mistakes or inaccuracies relating to information included in the Base Prospectus which is capable of affecting the assessment of Covered Bonds issued under the Programme since the publication of the Base Prospectus.

To the extent that there is any inconsistency between (i) any statement in this Supplement and (ii) any statement in the Base Prospectus, the statements in this Supplement will prevail.

Copies of this Supplement and the document incorporated by reference may be inspected during normal business hours at the specified office of the Luxembourg Listing Agent. In addition such documents will be available, without charge, on the website of the Luxembourg Stock Exchange (www.luxse.com).

The date of this Supplement is 20 February 2024.

TABLE OF CONTENTS

GENERAL DESCRIPTION OF THE PROGRAMME.....	4
RISK FACTORS.....	7
INFORMATION INCORPORATED BY REFERENCE.....	8
THE SELLERS	9
OVERVIEW OF THE TRANSACTION DOCUMENTS.....	14
LAST PAGE	16

GENERAL DESCRIPTION OF THE PROGRAMME

Under section headed “General Description of the Programme”, the paragraphs entitled “Sellers” and “Additional Sellers” on pages 12 - 13 of the Base Prospectus, are deleted and replaced by the following:

“Sellers

BCC Veneta - Credito Cooperativo - Società Cooperativa (formerly, Banca Patavina Credito Cooperativo di Sant' Elena e Piove Di Sacco - Società Cooperativa), Credito Cooperativo Friuli (Abbreviato Credifriuli) – Società Cooperativa, Centromarca Banca - Credito Cooperativo di Treviso e Venezia, Società Cooperativa per Azioni, Banca Centro - Credito Cooperativo Toscana - Umbria Società Cooperativa, Emil Banca - Credito Cooperativo – Società Cooperativa, Banca di Credito Cooperativo Venezia Giulia – Società Cooperativa (formerly, Banca di Credito Cooperativo di Staranzano e Villesse - Società Cooperativa), Credito Cooperativo Ravennate, Forlivese e Imolese - Società Cooperativa and Banca di Credito Cooperativo di Milano - Società Cooperativa in their capacity as sellers under the Master Loans Purchase Agreement and the Additional Sellers, as from the date of the accession to the Master Loans Purchase Agreement (each an **“Initial Seller”**).

Additional Sellers

Any entity (other than the Initial Sellers) belonging to the Gruppo Bancario Cooperativo Iccrea, including ICCREA Banca, which will sell Eligible Assets and/or Integration Assets and/or Liquid Assets to the Guarantor, subject to satisfaction of certain conditions, and that, for such purpose, shall enter into the Master Loans Purchase Agreement and the Warranty and Indemnity Agreement and accede to the other relevant Transaction Documents.

On 25 May 2022 the following entities belonging to the Gruppo Bancario Cooperativo Iccrea have acceded, as Additional Sellers, to the Master Loans Purchase Agreement, the Warranty and Indemnity Agreement and the other relevant Transaction Documents:

- i) Banca della Marca Credito Cooperativo - Società Cooperativa;
- ii) Banco Fiorentino - Mugello Impruneta Signa - Credito Cooperativo – Società Cooperativa;
- iii) Cassa Rurale ed Artigiana di Binasco - Credito Cooperativo Società Cooperativa;
- iv) Banca di Credito Cooperativo di Busto Garolfo e Buguggiate – Società Cooperativa; and
- v) Terre Etrusche di Valdichiana e di Maremma - Credito Cooperativo – S. c..

On 22 December 2022 the following entities belonging to the Gruppo Bancario Cooperativo Iccrea have acceded, as Additional Sellers, to the Master Loans Purchase Agreement, the Warranty and Indemnity

Agreement and the other relevant Transaction Documents:

- i) Banca di Credito Cooperativo di Roma – Società Cooperativa; and
- ii) Credito Padano Banca di Credito Cooperativo – Società Cooperativa.

On 10 August 2023 the following entities belonging to the Gruppo Bancario Cooperativo Iccrea have acceded, as Additional Sellers, to the Master Loans Purchase Agreement, the Warranty and Indemnity Agreement and the other relevant Transaction Documents:

- i) Banca di Credito Cooperativo della Calabria Ulteriore - Società Cooperativa;
- ii) Chianti Banca – Credito Cooperativo;
- iii) Banca Alpi Marittime Credito Cooperativo Carrù S.c.p.A.;
- iv) Banca di Credito Cooperativo di Colli Albani- Società Cooperativa;
- v) Banca di Credito Cooperativo di Bellegra - Società Cooperativa; and
- vi) Rivierabanca - Credito Cooperativo di Rimini e Gradara.

On 9 February 2024 the following entities belonging to the Gruppo Bancario Cooperativo Iccrea have acceded, as Additional Sellers, to the Master Loans Purchase Agreement, the Warranty and Indemnity Agreement and the other relevant Transaction Documents:

- i) Banca di Credito Cooperativo Terra di Lavoro - S. Vincenzo De' Paoli - Società Cooperativa per Azioni;
- ii) Credito Cooperativo di Caravaggio Adda e Cremasco - Cassa Rurale – Soc. Coop.”

* * *

Under section headed “General Description of the Programme”, the paragraph entitled “Additional Servicers” on page 14 of the Base Prospectus, is deleted and replaced by the following:

“Additional Servicers

Any entity (other than the Servicers) belonging to the Gruppo Bancario Cooperativo Iccrea, which will be appointed as servicer in respect of the Eligible Assets and Integration Assets sold by it to the Guarantor, and that, for such purpose, shall accede to the Master Servicing Agreement and the other relevant Transaction Documents.

On 25 May 2022 the following entities belonging to the Gruppo Bancario Cooperativo Iccrea have acceded, as Additional Servicers, to the Master Servicing Agreement and the other relevant Transaction Documents:

- i) Banca della Marca Credito Cooperativo - Società Cooperativa;

- ii) Banco Fiorentino - Mugello Impruneta Signa - Credito Cooperativo – Società Cooperativa ;
- iii) Cassa Rurale ed Artigiana di Binasco - Credito Cooperativo Società Cooperativa;
- iv) Banca di Credito Cooperativo di Busto Garolfo e Buguggiate – Società Cooperativa;
- v) Terre Etrusche di Valdichiana e di Maremma Credito Cooperativo – S.c..

On 22 December 2022 the following entities belonging to the Gruppo Bancario Cooperativo Iccrea have acceded, as Additional Servicers, to the Master Servicing Agreement and the other relevant Transaction Documents:

- i) Banca di Credito Cooperativo di Roma – Società Cooperativa; and
- ii) Credito Padano Banca di Credito Cooperativo – Società Cooperativa

On 10 August 2023 the following entities belonging to the Gruppo Bancario Cooperativo Iccrea have acceded, as Additional Servicers, to the Master Servicing Agreement and the other relevant Transaction Documents:

- i) Banca di Credito Cooperativo della Calabria Ulteriore - Società Cooperativa;
- ii) Chianti Banca – Credito Cooperativo;
- iii) Banca Alpi Marittime Credito Cooperativo Carrù S.c.p.A.;
- iv) Banca di Credito Cooperativo di Colli Albani- Società Cooperativa;
- v) Banca di Credito Cooperativo di Bellegra - Società Cooperativa; and
- vi) Rivierabanca - Credito Cooperativo di Rimini e Gradara.

On 9 February 2024 the following entities belonging to the Gruppo Bancario Cooperativo Iccrea have acceded, as Additional Servicers, to the Master Loans Purchase Agreement, the Warranty and Indemnity Agreement and the other relevant Transaction Documents:

- i) Banca di Credito Cooperativo Terra di Lavoro - S. Vincenzo De' Paoli - Società Cooperativa per Azioni;
- ii) Credito Cooperativo di Caravaggio Adda e Cremasco - Cassa Rurale – Soc. Coop.”

RISK FACTORS

Under section headed “Risk Factors”, paragraph “Risk related to the legal and regulatory framework”, the subparagraph entitled “Risk related to the European Central Bank inspections at the Issuer and the outcomes of the Supervisory Review and Evaluation Process (SREP)” on pages 45-46 of the Base Prospectus, is deleted and replaced as follows:

“Based on the new harmonised framework for supervisory review and evaluation implemented by the ECB and following completion of the annual supervisory review and evaluation process (“SREP”) carried out on the Issuer pursuant to Article 4(1)(f) of Council Regulation (EU) No. 1024/2013, the ECB notified the Issuer of its SREP decision on 30 November 2023 setting out the prudential requirements to be maintained at the consolidated level for 2024.

With this decision, which replaces the SREP decision notified to the Issuer on 14 December 2022 that was applied in 2023, the supervisory authorities established consolidated own funds requirements for 2024 as:

- an additional Pillar 2 requirement (P2R) of 2.53% (of which 3 bps for the NPE P2R, which could be lowered by the end of the year subject to certain conditions), of which a minimum of 56.25% to be held in the form of Common Equity Tier 1, (CET1) and 75% in the form of Tier 1 capital; and
- a recommendation for Pillar 2 Guidance (P2G) of 1.25%, which should consist entirely of Common Equity Tier 1 capital and held in addition to the Overall Capital Requirement (OCR).

For 2024, the Issuer (as group head company of the Iccrea BCC Group) is required to meet the following capital ratios at consolidated level and in term of Total Capital Ratios:

- Total SREP Capital Requirement of 10.53%;
 - an OCR¹ equal to 13.155%; and
 - a Target Requirement (including P2G) of 14.405%,
- while no specific requirements are imposed on the individual level.”

¹ The Combined Capital Buffer Requirement (CBR) is equal to 2.625% composed by:

- CCB equal to 2,5%; and
- O-SII Buffer equal to 0.125%. On 21 November 2023, The Bank of Italy notified that the Iccrea BCC Group is identified for 2024 as cd. “Other Systemically Important Institution” (“O-SII”) authorized in Italy. The O-SII Buffer to be maintained at the consolidated level for 2024 is equal to 0.125%.

INFORMATION INCORPORATED BY REFERENCE

Under the section of the Base Prospectus headed “Information incorporated by reference” on pages 74 – 76 of the Base Prospectus, the following paragraphs are inserted:

“

- the press release dated 13 February 2024 entitled “*BCC Iccrea Group: consolidated results as at 31 December 2023*” (the “**13 February 2024 Press Release**”) (available at the following link: https://www.gruppobcciccrea.it/Documenti_GBI/ComunicatoStampa/PR_Iccrea%20Group%20FY23%20results%2013.2.24.pdf);
- the press release dated 20 February 2024 entitled “*BCC Banca Iccrea: a new sale of non-performing loans has been successfully completed*” (the “**20 February 2024 Press Release**”) (available at the following link: https://www.gruppobcciccrea.it/Documenti_GBI/ComunicatoStampa/PR_NPL%20SALE_20%20Feb%202024.pdf).

”

* * *

The information set out below supplements the section of the Base Prospectus entitled “Information incorporated by reference” on pages 74 – 76 therein.

The 13 February 2024 Press Release and the 20 February 2024 Press Release, which have been filed with the *Commission de Surveillance du Secteur Financier*, are 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 forms part of, the Base Prospectus.

Cross-reference list

13 February 2024 Press Release

Page Numbers

Whole document (pages 1-5)

20 February 2024 Press Release

Page Numbers

Whole document (pages 1-3)

THE SELLERS

Under section headed “The Sellers”, the first paragraph on page 196 of the Base Prospectus is deleted and replaced as follows:

“Below is a list and description of the Sellers belonging to the Gruppo Bancario Cooperativo Iccrea:

- Banca Centro - Credito Cooperativo Toscana - Umbria - Società Cooperativa;
- Banca di Credito Cooperativo di Milano - Società Cooperativa;
- Banca di Credito Cooperativo Venezia Giulia – Società Cooperativa (formerly, Banca di Credito Cooperativo di Staranzano e Villesse - Società Cooperativa);
- BCC Veneta - Credito Cooperativo - Società Cooperativa (formerly, Banca Patavina Credito Cooperativo di Sant' Elena e Piove Di Sacco - Società Cooperativa);
- Centromarca Banca - Credito Cooperativo di Treviso e Venezia, Società Cooperativa per Azioni;
- Credito Cooperativo Friuli (Abbreviato Credifriuli) - Società Cooperativa;
- Credito Cooperativo Ravennate, Forlivese e Imolese - Società Cooperativa;
- Emil Banca - Credito Cooperativo - Società Cooperativa,

(the “**Initial Sellers**”).”

Under section headed “The Sellers”, the paragraph entitled “Banca Patavina Credito Cooperativo di Sant' Elena e Piove Di Sacco - Società Cooperativa” on pages 199 - 200 of the Base Prospectus, is deleted and replaced as follows:

“**BCC Veneta - Credito Cooperativo - Società Cooperativa**

BCC Veneta - Credito Cooperativo - Società Cooperativa (“**BCC Veneta**”) is a bank incorporated under Italian law, registered with the Company Register of Vicenza with fiscal code 00232120246, participating entity in the VAT Group of the Gruppo Bancario Cooperativo Iccrea, VAT. reg. no. 15240741007 and enrolled with the Register of Banks under No 4302 (ABI code 08807); the company belongs to the *Gruppo Bancario Cooperativo Iccrea* registered in the Register of Banking Groups.

BCC Veneta was founded in 12/02/2024 as a merger of BCC di Verona e Vicenza – Credito Cooperativo - Società Cooperativa and Banca Patavina - Credito Cooperativo di Sant’Elena e di Piove di Sacco - Società Cooperativa. The bank has its registered office in Via Perlena, n. 78, Fara Vicentino (VI) Italy. Pursuant to Article 5 of its by-laws, the bank shall be in operation until 31/12/2050, subject to extension.

Main activities and future strategies

BCC Veneta is active in the areas of traditional banking as well as some innovative banking areas. The bank serves both private customers and businesses through its branches. Moreover, the bank offers preferential rates on its members’ loans, either for investment and/or other purposes.

Organisation

BCC Veneta 's operational structure is composed of a Board of Directors and a Board of Statutory Auditors.

The Board of Directors is composed as follows:

Board of Directors	
PIVA FLAVIO	Chairman
PEDON ROMEO	Vice Chairman
TOSON LEONARDO	Vice Chairman
BASSAN SERGIO	Vice Chairman
BUONINCONTI MARIA MADDALENA	Director
CAPPELLOTTO PAOLO	Director
CECCARELLO VANNI	Director
FACCI SIMONE	Director
MENIN MANUELA	Director
MERLIN NICOLETTA	Director
MICHELON PAOLO	Director
MION ROMANO	Director
PANAZZOLO GIAN-FILIPPO	Director
SANDINI GIORGIO	Director
TESSAROLLO GIOVANNI	Director

The Board of Statutory Auditors is composed as follows:

Board of Statutory Auditors	
VOLPATO FRANCO	Chairman
BAGNARA GIANCARLO LUIGI	Auditor
CALLEGARI MARCO	Auditor
CEOLA MARCO	Auditor
DELON EDDA	Auditor
CASTELLANI SAMUELE	Substitute Auditor
FRAZZA BEATRICE	Substitute Auditor

Auditors

The auditing firm Ernst & Young is appointed to audit the bank's annual financial statements up to the year ending 31 December 2027.

General Management

The General Manager of BCC Veneta is Leopoldo Pilati.

Share capital and shareholders

According to Article 20 of its by-Laws, BCC Veneta has issued and fully paid-up capital of Euro 44.414.901,24 consisting of 8.607.539 shares with nominal value of Euro 5,16 each. As of the date of this Prospectus, the bank has nr. 29466 shareholders.”

Under section headed “The Sellers” on pages 196 – 212 of the Base Prospectus, the following paragraphs are added after the last paragraph of such section, as supplemented by the supplemented dated 31 August 2023:

“Below is a list and description of the Additional Sellers belonging to the Gruppo Bancario Cooperativo Iccrea which acceded to the Programme on 9 February 2024:

- i) Banca di Credito Cooperativo Terra di Lavoro - S. Vincenzo De’ Paoli;
- ii) Credito Cooperativo di Caravaggio Adda e Cremasco - Cassa Rurale.

Banca di Credito Cooperativo Terra di Lavoro - S. Vincenzo De’ Paoli - Società Cooperativa per Azioni

Banca di Credito Cooperativo Terra di Lavoro - S. Vincenzo De’ Paoli - Società Cooperativa per Azioni (“**BCC Terra di lavoro - S.Vincenzo De’ Paoli**”) is a bank incorporated under Italian law, registered with the Company Register of CASERTA with fiscal code 00094970613, participating entity in the VAT Group of the Gruppo Bancario Cooperativo Iccrea, VAT. reg. no. 15240741007 and enrolled with the Register of Banks under No A123837 (ABI code 08987); the company belongs to the *Gruppo Bancario Cooperativo Iccrea* registered in the Register of Banking Groups.

BCC Terra di Lavoro -S.Vincenzo De’ Paoli was founded in 14-12-1921. Fusione mediante Incorporazione di: Banca di Credito Cooperativo Alto Casertano e Basso Frusinate, sede: Mignano Monte Lungo (CE) The bank has its registered office in CASAGIOVE (CE) – Via Madonna di Pompei, 4, Italy. Pursuant to Article 5 of its by-laws, the bank shall be in operation until 31-12-2050, subject to extension.

Main activities and future strategies

BCC Terra di Lavoro -S. Vincenzo de’ Paoli is active in the areas of traditional banking as well as some innovative banking areas. The bank serves both private customers and businesses through its branches. Moreover, the bank offers preferential rates on its members’ loans, either for investment and/or other purposes.

Organisation

BCC Terra di Lavoro - S. Vincenzo de’ Paoli's operational structure is composed of a Board of Directors and a Board of Statutory Auditors.

The Board of Directors is composed as follows:

Board of Directors	
Roberto Ricciardi	- Chairman
Alessandro Della Valle	- Vice Chairman
Federica De Spagnolis	- Director
Carmen Vecchiarino	- Director
Marco Carleo	- Director
Carmela Ferraro	- Director
Gaetano Lo Sapio	- Director
Antonio Sibillo	- Director

Michelangela D'Errico - Director

The Board of Statutory Auditors is composed as follows:

Board of Statutory Auditors

Donato Ragozzino - Chairman
Giuseppina Munno - Auditor
Angelo Parente - Auditor

Auditors

The auditing firm Ernst & Yang S.p.A. is appointed to audit the bank's annual financial statements up to the year ending 31 December 2027.

General Management

The General Manager of BCC Terra di Lavoro -S. Vincenzo de' Paoli is Roberto Ricciardi.

Share capital and shareholders

According to Article 20 of its by-Laws, BCC Terra di Lavoro -S. Vincenzo de' Paoli has issued and fully paid-up capital of Euro 1.060.481,76 consisting of n.159.952 shares with nominal value of Euro 6,63 each. As of the date of this Prospectus, the bank has nr. 4365 shareholders.

Credito Cooperativo di Caravaggio Adda e Cremasco - Cassa Rurale – Soc. Coop.

Credito Cooperativo di Caravaggio Adda e Cremasco - Cassa Rurale – Soc. Coop. (“**Bcc Caravaggio e Cremasco**”) is a bank incorporated under Italian law, registered with the Company Register of Bergamo with fiscal code 04159640160, participating entity in the VAT Group of the Gruppo Bancario Cooperativo Iccrea, VAT. reg. no. 15240741007 and enrolled with the Register of Banks under No 8056 (ABI code 8441); the company belongs to the *Gruppo Bancario Cooperativo Iccrea* registered in the Register of Banking Groups.

Bcc Caravaggio was founded in 1903 The current company name is Credito Cooperativo di Caravaggio Adda e Cremasco - Cassa Rurale after two mergers carried out with Bcc dell'Adda e del Cremasco took place on 01 July 2016 and with Bcc di Dovera e Postino on 01 July 2018.

The bank has its registered office in in Via Bernardo da Caravaggio, s.n.c. - 24043 Caravaggio (BG), Italy. Pursuant to Article 5 of its by-laws, the bank shall be in operation until 31 December 2050, subject to extension.

Main activities and future strategies

Bcc Caravaggio e Cremasco is active in the areas of traditional banking as well as some innovative banking areas. The bank serves both private customers and businesses through its branches. Moreover, the bank offers preferential rates on its members' loans, either for investment and/or other purposes.

Organisation

Bcc Caravaggio e Cremasco 's operational structure is composed of a Board of Directors and a Board of Statutory Auditors.

The Board of Directors is composed as follows:

Board of Directors	
Merigo Giorgio	Chairman
Cantini Angelo Giordano	Vice Chairman
Raimondi Cominesi Ersilio Ernesto	Vice Chairman
Ginelli Quinto	Director
Merigo Donatello	Director
Rivolta Francesca Romana	Director
Roglio Carlo	Director

The Board of Statutory Auditors is composed as follows:

Board of Statutory Auditors	
Maurini Giacomino	Chairman
Marazzi Elena	Auditor
Marchesi Alberto	Auditor
Bertoli Roberta	Substitute Auditor
Longhi Giuliano	Substitute Auditor

Auditors

The auditing firm EY SpA is appointed to audit the bank's annual financial statements up to the year ending 31 December 2027.

General Management

The General Manager of Bcc Caravaggio e Cremasco is Ferri Achille.

Share capital and shareholders

According to Article 20 of its by-Laws, Bcc Caravaggio e Cremasco has issued and fully paid-up capital of Euro 1,376,800 consisting of 55,072 shares with nominal value of Euro 25.00 each. As of the date of this Prospectus, the bank has nr. 12,884 shareholders.”

OVERVIEW OF THE TRANSACTION DOCUMENTS

Under section headed “Overview of the Transaction Documents”, the paragraph entitled “Accession to the Programme by Additional Sellers” on pages 229 – 230 of the Base Prospectus, is deleted and replaced by the following:

“On 25 May 2022, Banca della Marca Credito Cooperativo - Società Cooperativa, Banco Fiorentino - Mugello Impruneta Signa - Credito Cooperativo – Società Cooperativa, Cassa Rurale ed Artigiana di Binasco - Credito Cooperativo Società Cooperativa, Banca di Credito Cooperativo di Busto Garolfo e Buguggiate – Società Cooperativa, Terre Etrusche di Valdichiana e di Maremma - Credito Cooperativo – S.c., have acceded to the following transaction documents, as Additional Sellers, Additional Servicers and Subordinated Loan Providers:

- i) the Master Loans Purchase Agreement,
- ii) the Master Servicing Agreement,
- iii) the Warranty and Indemnity Agreement,
- iv) the Cash Allocation, Management and Payments Agreement,
- v) the Programme Agreement,
- vi) the Cover Pool Management Agreement,
- vii) the Intercreditor Agreement,
- viii) the Deed of Pledge,
- ix) the Master Definitions Agreement.

On 25 May 2022, each Additional Seller indicated above has entered into with the Guarantor a Subordinated Loan Agreement.

On 22 December 2022, each of Banco di Credito Cooperativo di Roma - Società Cooperativa and Credito Padano Banca di Credito Cooperativo - Società Cooperativa has acceded to the same transaction documents referred to above, as Additional Sellers and Additional Servicers, and has entered into with the Guarantor a Subordinated Loan Agreement as Subordinated Loan Providers.

On 10 August 2023, Banca di Credito Cooperativo della Calabria Ulteriore - Società Cooperativa, Chianti Banca – Credito Cooperativo, Banca Alpi Marittime Credito Cooperativo Carrù S.c.p.A., Banca di Credito Cooperativo di Colli Albani- Società Cooperativa, Banca di Credito Cooperativo di Bellegra - Società Cooperativa, Rivierabanca - Credito Cooperativo di Rimini e Gradara has acceded to the same transaction documents referred to above, as Additional Sellers and Additional Servicers, and has entered into with the Guarantor a Subordinated Loan Agreement as Subordinated Loan Providers.

On 9 February 2024, each of Banca di Credito Cooperativo Terra di Lavoro - S. Vincenzo De’ Paoli - Società Cooperativa per Azioni, Credito Cooperativo di Caravaggio Adda e Cremasco - Cassa Rurale – Soc. Coop. has acceded to the same transaction documents referred to above, as Additional Sellers and Additional Servicers, and has entered into with the Guarantor a Subordinated Loan Agreement as Subordinated Loan

Providers. For a description of the main provisions of the Subordinated Loan Agreement, please see paragraph “*Subordinated Loan Agreement*”.

LAST PAGE

On the last page of the Base Prospectus, the paragraph entitled “The Sellers” on page 302 of the Base Prospectus is deleted and replaced as follows:

“THE SELLERS

<i>Banca Centro - Credito Cooperativo Toscana - Umbria Società Cooperativa</i>	<i>Credito Cooperativo Ravennate, Forlivese e Imolese - Società Cooperativa</i>	<i>Credito Cooperativo Friuli (Abbreviato Credifriuli) – Società Cooperativa</i>
<i>Banca di Credito Cooperativo di Milano - Società Cooperativa</i>	<i>Banca di Credito Cooperativo Venezia Giulia – Società Cooperativa (formerly, Banca di Credito Cooperativo di Staranzano e Villesse – Società Cooperativa)</i>	<i>BCC Veneta - Credito Cooperativo - Società Cooperativa (formerly, Banca Patavina Credito Cooperativo di Sant' Elena e Piove Di Sacco - Società Cooperativa)</i>
<i>Centromarca Banca - Credito Cooperativo di Treviso e Venezia</i>	<i>Banca della Marca Credito Cooperativo - Società Cooperativa</i>	<i>Emil Banca - Credito Cooperativo - Società Cooperativa</i>
<i>Banco Fiorentino - Mugello Impruneta Signa - Credito Cooperativo – Società Cooperativa</i>	<i>Cassa Rurale ed Artigiana di Binasco - Credito Cooperativo Società Cooperativa</i>	<i>Banca di Credito Cooperativo di Busto Garolfo e Buguggiate - Società Cooperativa</i>
<i>Banca di Credito Cooperativo di Roma – Società Cooperativa</i>	<i>Terre Etrusche di Valdichiana e di Maremma - Credito Cooperativo – S.c.</i>	<i>Credito Padano Banca di Credito Cooperativo – Società Cooperativa</i>
<i>Banca Alpi Marittime Credito Cooperativo Carrù S.c.p.A.</i>	<i>Banca di Credito Cooperativo di Colli Albani- Società Cooperativa</i>	<i>Banca di Credito Cooperativo di Bellegra - Società Cooperativa</i>
<i>Banca di Credito Cooperativo della Calabria Ulteriore - Società Cooperativa</i>	<i>Rivierabanca - Credito Cooperativo di Rimini e Gradara</i>	<i>Chianti Banca – Credito Cooperativo S.c.</i>
<i>Banca di Credito Cooperativo Terra di Lavoro - S. Vincenzo De' Paoli - Società Cooperativa per Azioni</i>	<i>Credito Cooperativo di Caravaggio Adda e Cremasco - Cassa Rurale – Soc. Coop.”</i>	

On the last page of the Base Prospectus, the paragraph entitled “Legal Advisers” on page 303 of the Base Prospectus is deleted and replaced as follows:

“LEGAL ADVISERS

*To Barclays as Arranger and Dealer
as to English and Italian law*

BonelliErede
30 Cannon Street
EC4M 6XH,
London
United Kingdom

*To Iccrea Banca as Issuer and to the Sellers
as to English and Italian law*

Hogan Lovells Studio Legale
Via Marche 1-3
00187 Rome
Italy”