

**SUPPLEMENT DATED 4 DECEMBER 2024**  
**TO THE BASE PROSPECTUS DATED 5 SEPTEMBER 2024**



**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 5 September 2024 as supplemented by the first supplement on 9 October 2024 (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.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer (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 section of the Base Prospectus headed “*Documents incorporated by reference*” in order to incorporate by reference in the Base Prospectus the press-release on published by the Issuer on 13 November 2024 entitled “*BCC Iccrea Group: consolidated results as at 30 September 2024*” and (b) the section of the Base Prospectus headed “*General Information*”.

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](http://www.luxse.com)).

The date of this Supplement is 4 December 2024.

\* \* \*

### **DOCUMENTS INCORPORATED BY REFERENCE**

*Under the section headed “Documents incorporated by reference” on page 75 of the Base Prospectus, the following paragraph is inserted:*

“

- the press release dated 13 November 2024 entitled “*BCC Iccrea Group: consolidated results as at 30 September 2024*” (the “**13 November 2024 Press Release**”) (available at the following link: (available at the following link: [https://www.gruppobcciccrea.it/Documenti\\_GBI/ComunicatoStampa/9M24\\_PR.pdf](https://www.gruppobcciccrea.it/Documenti_GBI/ComunicatoStampa/9M24_PR.pdf) ).

”

*The information set out below supplements the section of the Base Prospectus entitled “Documents incorporated by reference” on pages 76 – 77 therein.*

The 13 November 2024 Press Release, which has been filed with the *Commission de Surveillance du Secteur Financier*, 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 forms part of, the Base Prospectus.

#### **Cross-reference list**

**13 November 2024 Press Release**

**Page Numbers**

Whole document (pages 1-8)

## GENERAL INFORMATION

*Under the section headed “The General Information”, the first sub-paragraph in the paragraph entitled “No Significant Change” on page 268 of the Base Prospectus is deleted and replaced as follows:*

“Since 30 September 2024 (being the last day of the financial period in respect of which the most recent financial information of the Issuer has been published), there has been no significant change in the financial position or financial performance of the Issuer and the Group.”