

SUPPLEMENT DATED 16 APRIL 2025
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, by the second supplement on 4 December 2024, by the third supplement on 26 February 2025 and by the fourth supplement on 27 March 2025 (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 the sections of the Base Prospectus headed “*Information incorporated by reference*” in order to incorporate by reference in the Base Prospectus (i) the press release published by the Issuer on 2 April 2025 entitled “*BCC Iccrea Group and Accenture sign a partnership to support the IT transformation of the Group*” and (ii) the press release published by the Issuer on 14 April 2025 entitled “*Iccrea Banca: approval of the “List of the Board” by the Board of Directors for the three-year period 2025-2027 in view of the renewal of expiring corporate bodies*”.

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 documents 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 16 April 2025.

INFORMATION INCORPORATED BY REFERENCE

Under the section of the Base Prospectus headed “Information incorporated by reference” on pages 75 – 77 of the Base Prospectus, the following paragraphs are inserted:

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- the press release dated 2 April 2025 entitled “*BCC Iccrea Group and Accenture sign a partnership to support the IT transformation of the Group*” (the “**2 April 2025 Press Release**”) (available at the following link: https://www.gruppobcciccrea.it/Documenti_GBI/ComunicatoStampa/PR_BCC%20Iccrea%20Group%20Accenture%20Closing_2.4.25.pdf);
- the press release dated 14 April 2025 entitled “*Iccrea Banca: approval of the “List of the Board” by the Board of Directors for the three-year period 2025-2027 in view of the renewal of expiring corporate bodies*” (the “**14 April 2025 Press Release**”) (available at the following link: https://www.gruppobcciccrea.it/Documenti_GBI/ComunicatoStampa/PR%20Board%20member%20list%2014.4.25%20def.pdf).

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The information set out below supplements the section of the Base Prospectus entitled “Information incorporated by reference” on pages 75 – 77 therein.

The 2 April 2025 Press Release and the 14 April 2025 Press Release, which have been filed with the *Commission de Surveillance du Secteur Financier*, 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 forms part of, the Base Prospectus.

Cross-reference list

	Page Numbers
2 April 2025 Press Release	Whole document (pages 1 - 2)
14 April 2025 Press Release	Whole document (pages 1 - 2)

Any information contained in or incorporated by reference which is not included in the cross-reference list above is not incorporated by reference and is either not relevant to investors or is covered elsewhere in this Base Prospectus and, for the avoidance of doubt, unless specifically incorporated by reference into this Base Prospectus, information contained on the website does not form part of this Base Prospectus.