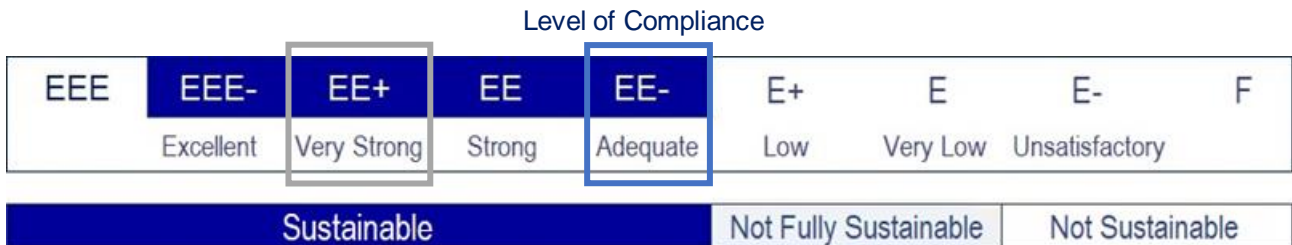


Standard Ethics Rating [corpSER]: **EE-**
 Long Term Expected SER [3y to 4y]: **EE+**

Issuer: Centotrenta Servicing SpA
Listing: Non listed company
ISIN: -
Market Capitalisation: -
Sector: Financials
Industry: Financials
Type of rating: Corporate Standard Ethics Rating [SER]
Date: 30th May 2022
Expiry Date: 30th May 2023
Last action: 23rd May 2021
Previous SER: EE-
Type of document: Rating Report



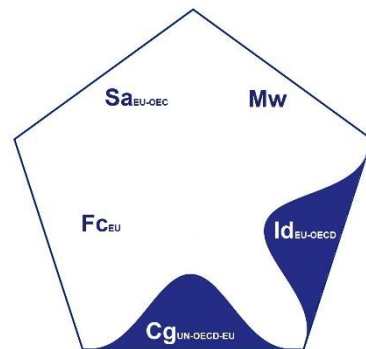
Summary

Snapshot (adj.)

Centotrenta Servicing performs all the *servicing* functions relating to the management of securitisation transactions. It operates on the Italian market and is subject to supervision. Centotrenta has been, and is, involved in a variety of roles in many securitisation transactions and is an important player at national level.

Although there is no urgency in providing an ESG (*Environment, Social, Governance*) report due to the Company's low environmental impact and limited social impact, Centotrenta has developed a sustainability strategy in line with international guidelines. It is focused on *governance* and *risk management*. In 2022 the Company also aligned governance tools, like the Code of Ethics, some company *welfare* aspects and some management areas to its sustainability strategy.

The Company is not listed on the stock exchange and therefore there are no details on minority shareholders. However, Centotrenta has formally adopted the principle of *Comply-or-Explain* and provides adequate *disclosure* about its organisation.



Each side of the diamond represents one of the five "standards" measured by the Standard Ethics Algorithm. The symbolic representation of a normal (Gaussian) distribution provides an intuitive indication of those areas where the Company probably will, or should, take action. See above for further details.

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TABLE OF CONTENTS	
BACKGROUND, METHODOLOGY, RATING	4
Standard Ethics	4
Standard Ethics Rating.....	4
SE ANALYSIS UNIT	5
RESEARCH OFFICE AND RATING COMMITTEE.....	5
S.E. Algorithm of Sustainability ©.....	5
ISSUED RATING.....	6
ALGORITHM – INPUT VALUES (SUMMARY).....	6
CENTOTRENTA SERVICING REPORT	7
1. MARKET AND DOMINANT POSITIONS	7
2. CONTRACTS, FINANCINGS AND PUBLIC AIDS	8
3. MARKET DISTORTIONS, FAVOURITISMS AND CORRUPTION	8
4. INTERNAL VOLUNTARY RULES ON OWNERSHIP.....	8
5. OWNERSHIP AND CONFLICTS OF INTEREST.....	9
6. PROTECTION OF MINORITY SHAREHOLDERS AND DIRECTORS' APPOINTMENT.....	9
7. INTERNAL VOLUNTARY RULES ON DIRECTORS.....	9
8. DIRECTORS, CONFLICT OF INTERESTS AND RELATED COMMITTEES	10
9. DISCLOSURE, TRANSPARENCY AND INTERESTED PARTIES.....	10
10. PARTICIPATION AND VOTE IN GENERAL MEETINGS	11
11. EMPLOYMENT AND HUMAN RESOURCES SELECTION.....	11
12. HEALTH, SAFETY AT WORK AND SOCIAL DIALOGUE.....	12
13. ADAPTING TO CHANGE	12
14. ENVIRONMENT.....	12
15. CONSUMERS AND QUALITY	12
16. SCIENCE AND TECHNOLOGY	12
17. LOCAL COMMUNITIES.....	13
18. BUSINESS PARTNERS	13
19. HUMAN RIGHTS.....	13
20. EUROPEAN AND INTERNATIONAL STRATEGIES.....	13
21. CONCLUSIONS (<i>Summary</i>)	13
SOURCES	15

BACKGROUND, METHODOLOGY, RATING

New elements – such as the evolution of the Internet – have created open and transparent financial markets, in which growing segments of the population participate. This has resulted in:

- greater attention to **extra-financial** factors, both tangible and intangible, with repercussions on the level of trust and credibility of issuers;
- new assessments of the quality and long-term durability of listed financial products, related to both companies (stocks, bonds, green bonds) or institutional issuers (such as government bonds).

Standard Ethics has ascertained that we have reached the end of the classic financial era, which was focused exclusively on economic variables. Despite their fallibility and volatility, regulated markets have evolved and are proving to be the most important and independent system in assessing the long-term **sustainability**¹ of numerous human activities.

The Standard Ethics Rating helps refine the strategies, language and ways in which an issuer operates on the market.

STANDARD ETHICS

Standard Ethics Ltd (SE) is a Self-Regulated Sustainability Rating Agency that issues Non-Financial Solicited Ratings to companies and sovereign nations . The Standard Ethics® brand has been around since 2004 in the world of “sustainable finance” and ESG (Environmental, Social and Governance) studies.

Standard Ethics is supervised by internal control and audit offices. The composition of the Board complies with the international guidelines on diversity of nationality, professional skills, independence and gender equality

STANDARD ETHICS RATING

The Standard Ethics Rating, which has been put to the test over the last 15 years, is a Solicited Sustainability Rating (SSR). It has 3 main characteristics:

- Solicited: it is issued only at the request of an applicant, by means of a direct, bilateral and regulated agreement.
- Standard: it is always comparable to other ratings, as the methodology and issuance parameters are aligned to pre-established guidelines, and the algorithm takes into account the size and typology of the issuer.
- Independent: in order to remain third party to investors, Standard Ethics does not provide any individual investor with advice, analysis or data regarding companies under rating, it does not use the data gathered for asset management advisory services (to banks or funds) and it does not share it with third parties.

In short, the Standard Ethics Rating indicates the level of compliance by companies (and sovereign nations) in the field of sustainability on the basis of documents and guidelines published by:

- The European Union;

¹ Standard Ethics synthesizes its vision in three cornerstones of **sustainability**:

1. Sustainable development policies are about the generations of the future; they have taken on a global dimension; and they are implemented on a voluntary basis. It is up to the main supranational organisations, officially recognised by nations across the globe, to establish the definitions, guidelines and strategies related to sustainable development through science.

2. Economic entities do not define the guidelines, goals and strategies on sustainability: they pursue them to the extent deemed possible.

3. Measuring the sustainability of economic entities means providing comparable and third-party data on their overall compliance with international guidelines.

- The Organisation for Economic Cooperation and Development (OECD);
- The United Nations (UN).

Standard Ethics uses an analyst-driven rating process, meaning the analysis performed does not require applicants to fill out forms and questionnaires or to provide any documents other than those already available and that Standard Ethics does not use artificial intelligence or software either in data analysis or in decision-making.

SE ANALYSIS UNIT

According to the methodology, guidelines and procedures of Standard Ethics, the Analysis Unit working on this rating has carefully analysed the following areas based on the set-up of the Client (the areas have been divided into about **220** analysis points):

- MARKET AND COMPETITORS (13 analysis points)
- MARKET AND DOMINANT POSITIONS (10 analysis points)
- CONTRACTS, FINANCINGS AND PUBLIC AIDS (7 analysis points)
- MARKET DISTORTIONS, FAVOURITISM & CORRUPTION (8 analysis points)
- OWNERSHIP, SHARE CAPITAL AND SHAREHOLDERS (8 analysis points)
- INTERNAL VOLUNTARY RULES ON OWNERSHIP EXERTION (8 analysis points)
- INDEPENDENCE AND CONFLICT OF INTERESTS (12 analysis points)
- MINORITY MEMBERS PROTECTIONS AND DIRECTORS APPOINTMENT (7 analysis points)
- COMMUNICATION, INFORMATION AND TRANSPARENCY (5 analysis points)
- BOARD OF DIRECTORS AND EXECUTIVE GROUP TRANSPARENCY (9 analysis points)
- INTERNAL VOLUNTARY RULES REGARDING MANAGEMENT (10 analysis points)
- INDEPENDENCE AND CONFLICT OF INTERESTS (13 analysis points)
- DISCLOSURE AND TRANSPARENCY (22 analysis points)
- PARTICIPATION AND VOTE IN GENERAL MEETINGS (5 analysis points)
- EMPLOYMENT AND HUMAN RESOURCES SELECTION (11 analysis points)
- HEALTH, SAFETY AT WORK AND SOCIAL DIALOGUE (16 analysis points)
- ADAPTATION TO CHANGES (6 analysis points)
- ENVIRONMENT (17 analysis points)
- CONSUMERS AND QUALITY (9 analysis points)
- SCIENCE AND TECHNOLOGY (4 analysis points)
- LOCAL COMMUNITIES (3 analysis points)
- BUSINESS PARTNERS (9 analysis points)
- HUMAN RIGHTS (6 analysis points)
- EUROPEAN STRATEGIES (2 analysis points)

RESEARCH OFFICE AND RATING COMMITTEE

The Research Office compiles a Final Report and issues a rating based on its review of the work of the Analysis Unit. The Rating Committee analyses the conformity of the collected data and the ensuing conclusions and it approves the issued rating. Chinese Walls between the Analysis Unit, the Research Office, the Rating Committee and all other company offices ensure maximum transparency. A Compliance Officer oversees all steps and processes.

S.E. ALGORITHM OF SUSTAINABILITY ©

Standard Ethics has developed a proprietary algorithm based on five "standards" and a premium variable - "k" - to process the data provided by the Analysis Unit (F_{CEU} ; $Sa_{EU-OECD}$; Mw ; $Id_{EU-OECD}$; $Cg_{UN-OECD-EU}$). The balance between the five "standards" is the final pre-assessment underlying the rating.

F_{CEU} = Fair competition. Main areas: Fair competition, including analysis of dominant positions, market distortions, cartels. Factors that can affect the other variables (Sources: the EU, and the main OECD regulators).

$Sa_{EU-OECD}$ = Shareholders' agreements.

Main areas: Shareholders' agreements, rights of minority shareholders, access to information (Sources: the EU and OECD, and the main OECD regulators).

Mw = Market weight.

Main areas: Shareholding structure, weight and type of major shareholders, potential conflicts of interest in relation to other variables (Sources: mainly OECD regulators).

Id_{EU-OECD} = Independent directorship.

Main areas: Structure and quality of boards and executive groups, ESG Risk and Control Management system, Risk Analysis. This standard is most likely to mitigate the risks associated with other variables and can increase the "k" variable. (Sources: the EU and the OECD).

Cg_{UN-OECD-EU} = Corporate Governance and Sustainability.

Main areas: Overall assessment of applicant's ESG strategies and corporate governance (in terms of shareholding structure and sustainability) by weighting the various elements also in relation to the balance of the other variables (Sources: the EU, OECD and UN).

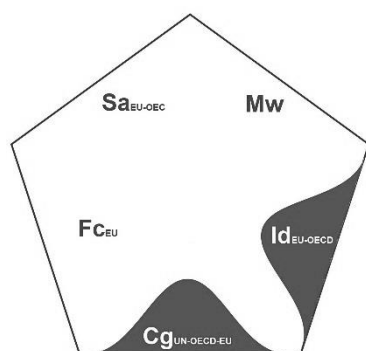
k = Sustainability at Risk (SaR). Statistical projections.

$$\frac{(\mathbf{Fc}_{EU} + \mathbf{Sa}_{EU-OECD} + \mathbf{Id}_{EU-OECD} + \mathbf{Mw} \cdot \mathbf{f}(\mathbf{Sa}_{EU-OECD}) \cdot \mathbf{f}(\mathbf{Id}_{EU-OECD}) + \mathbf{Cg}_{UN-OECD-EU} \cdot \mathbf{f}(\mathbf{Fc}_{EU}) \cdot \mathbf{f}(\mathbf{Id}_{EU-OECD}))}{10} + k$$

ISSUED RATING

Standard Ethics Rating [^{corp}SER]: **EE-**
 Long Term Expected SER [3y to 4y]: **EE**

ALGORITHM – INPUT VALUES (SUMMARY)



The values for each standard are between **0 and 2**.

Assigned and input values are as follows:

- Fc_{EU} = 1.9**
- Sa_{EU-OECD} = 1.9**
- Mw = 0**
- Id_{EU-OECD} = 0.7**
- Cg_{UN-OECD-EU} = 1.4**

NB: The variable MW may be neutral, when below 1, indicating the presence of a major shareholder restraining the influence of a controlling shareholder. The MW value assigned indicates the type of shareholding and related risks. Each side of the diamond represents one of the five “standards” measured by the Standard Ethics Algorithm. The symbolic representation of a normal (Gaussian) distribution provides an intuitive indication of those areas where the Company probably will, or should, take action.

CENTOTRENTA SERVICING REPORT

1. MARKET AND DOMINANT POSITIONS

Centotrenta Servicing S.p.A (hereinafter Centotrenta or the Company) was incorporated in 2011² and since 2012³ acts as a **Servicer**⁴ in **securitisation transactions**⁵ pursuant to Law No. 130/1999, which regulates this matter in Italy.

Centotrenta performs all *servicing* functions relating to the management of securitisation transactions.⁶

Centotrenta has been, and is, involved in a variety of roles in many securitisation transactions.⁷

The assets of its managed portfolios include *performing loans*, *non-performing loans*, various probable defaults (so-called *Unlikely to Pay*, UTP), trade credits, Public Administration receivables, consumer credits, residential mortgages, debenture loans, and different kinds of *assets*. The Company is also increasingly interested in real estate securitisation.⁸

The Company is a financial intermediary that exclusively provides services and is not involved in receivable recovery or investment activities.

This function therefore means that Centotrenta takes on the role of “Guarantor”, ensuring the correct execution of transactions, in line with the position of *Master Servicer*.⁹

The Italian securitisation market in which the Company operates is **open** and **free**.

There are no market entry barriers, except for those linked to the authorisation process governed by national and European regulations.

There are no entities imposing prices or tariffs, not even when it is necessary for social reasons

The market is supervised by the European Central Bank, by the national authorities¹⁰ and is regulated by the Bank of Italy.¹¹ Authorization is granted by the Bank of Italy once the servicing company is included in the register of financial intermediaries.¹²

² The Company was formally established in 2001 – shortly after Law No. 130/1999 on securitisation transactions came into force in Italy – with the incorporation of Centotrenta Management S.r.l. Source: website.

³ Year in which it was authorised by the Bank of Italy, with inclusion in the register of Financial Intermediaries. Source: Centotrenta Servicing - Brochure 2022, page 3.

⁴ On the basis of the Articles of Association of Centotrenta Servicing: “*The exclusive corporate purpose of the Company is: to perform all servicing functions relating to the management of securitisation transactions, including those governed by Law No. 130 of 30th April 1999, and therefore, with regard to said transactions, the collection of assigned receivables, collection and payment services, supervision and control functions regarding the correct execution of transactions as well as carrying out other operations that Servicers are allowed to perform pursuant to Law No. 130 of 30th April 1999 and any other activities and operations connected with those mentioned above; (...) with regard to securitisation transactions dealing with bank or financial credits, the Company may provide the activities instrumental in ensuring the successful conclusion of the transaction, including acceding, purchasing, taking over and managing the contractual agreements that gave rise to the receivables(...)*”. Source: Articles of Association 2018, pages 4-5.

⁵ “*The company may also take on the role of joint representative of the holders of the notes issued during the securitisation transactions; (...) may hold shares in companies incorporated in compliance with Law No. 130 of 30th April 1999, or in companies performing activities ancillary to the main activity; the company may also directly purchase receivables or take over contracts from which the receivables derive, for the purpose of finalizing the securitisation transaction; (...) may further perform any activity, related or ancillary, to the above-mentioned activities such as, by way of example, provide IT and data processing services (...); accounting and operational management activities for the securitisation vehicles; economic and financial research, study and analysis; financial structuring assistance with regard to securitisation transactions; hold notes issued as part of the above-mentioned transactions*”. Source: Articles of Association 2018, pages 4-5.

⁶ As per Articles of Association. See note 4.

⁷ “*Since receiving the authorisation by the Bank of Italy, we have been appointed as Servicer for more than 205 transactions with 1916 portfolios purchased. The assets we currently manage as Servicer amount to approx. € 22,907 million. The collateral managed by Centotrenta Servicing in various capacities amounts to € 27,644 million*”. Source: Centotrenta Servicing – Brochure 2022, page 4

⁸ So-called “7.2”, pursuant to Article 7.2. of Law No. 130/1999.

⁹ Source: Bank of Italy communication dated 10.11.2021 “Servicers in securitisation transactions. Risk profiles and supervisory guidelines”.

¹⁰ Source: European Banking Authority website.

¹¹ Source: TUB (Italian Consolidated Law on Banking), Art. 108

¹² Source: TUB (Italian Consolidated Law on Banking), Articles 106, 107.

It should be noted that in 2021 the Company was audited for the first time by the national Supervisory Authority and that following said audit the Company took serious *remediation* actions.¹³

There are no particular restrictions on advertising in the Company target sector. The Company operates in compliance with national laws.¹⁴

2. CONTRACTS, FINANCINGS AND PUBLIC AIDS

The Company does not appear to have received any public funding or aid that may have given rise to distortions of competition and market distortions.

3. MARKET DISTORTIONS, FAVOURITISMS AND CORRUPTION

Centotrenta does not provide public utility services. In compliance with Italian laws, the Company has put in place a **whistleblowing** and **reporting management policy**, which also includes the reporting of potential wrongdoings.¹⁵ In addition, **the risk of bribery** has been identified and sufficiently addressed in the Company's **Organisation, Management and Control Model**.¹⁶

The Company's Code of Ethics addresses the issue of **favouritism**.¹⁷

Taxation complies with applicable laws.¹⁸

4. INTERNAL VOLUNTARY RULES ON OWNERSHIP

There are no specific internal rules regarding ownership.

As at 31st December 2021, Centotrenta's share capital amounts to € 3,000,000 and is divided into 3,000,000 nominal shares, with a value of € 1 each.¹⁹ **Centotrenta Management S.r.l.** owns 72.6% of shares; the remainder is held by **Alessandra Boselli** and **Elisabetta Birondi**, with 13.6% each²⁰

Alessandra Boselli and Elisabetta Birondi each own 50% of the share capital of Centotrenta Management S.r.l.

The Company does not anticipate granting special rights to specific categories of shares or bonds benefiting different categories of shareholders and no securities have been issued that may grant special control rights.

There are no restrictions with regard to the transfer of securities.

5. OWNERSHIP AND CONFLICTS OF

The Company has adopted a specific **Conflict of Interest Policy**.²¹

¹³ They mainly concerned the reviewing of the Company organisational structure. Source: Financial Statement 2021, page 12.

¹⁴ It refers to the Provisions laid down by AGCOM (Italian Communications Authority) and AGCM (Italian Competition Authority). For more information please visit their websites.

¹⁵ It is the Policy for reporting violations ("Whistleblowing"). The whistleblowing policy guarantees the confidentiality of the whistleblower. In particular, it guarantees protection against any form of discrimination and retaliation. It is also possible to report violations anonymously. Source: Policy for reporting violations ("Whistleblowing"), pages 5-6.

¹⁶ With specific reference to relationships with the Public Administration. The type of model is named after the Italian Legislative Decree No. 231 of 2001, which in turn is based on EU and OECD agreements and treaties against crimes committed by "white-collar workers". The Model includes the full set of ethical and behavioural standards, organisational principles and management procedures adopted by the entity. Behaviours as precursors of possible illegal acts have also been identified. Source: Organisation, Management and Control Model, page 39.

¹⁷ With specific reference to the topic of respect for people: "*We believe that respect for the personality and dignity of each employee is fundamental for the development of a work environment based on mutual trust (...) we adopt employee recruiting and management processes based on fair and consistent behaviours, preventing favouritism, abuse and discrimination (...)*". Source: Code of Ethics 2022, page 10.

¹⁸ The Special-Purpose Vehicles (SPV) used by the Company are – to all intents and purposes – tax neutral.

¹⁹ Source: Articles of Association, page 4.

²⁰ Source: Financial Statement 2021, page 6.

²¹ It is called "Policy for handling conflicts of interest". It outlines the operational protocol aimed at identifying, preventing, eliminating and managing any potential situations which could give rise to a conflict of interest in connection with securitisation transactions. In particular, the Policy outlines the principles underpinning the handling of potential conflicts of interest for the Company's Relevant Persons, as follows: "*Prevent or control the exchange of information amongst the Relevant Persons engaged in activities that pose a risk of Conflict*

INTEREST

There are outstanding transactions with **Related Parties**.²²

No shareholder appears to be involved in regulatory activities for the market in which the Company is operating or in local or national governments.

Centotrenta Management S.r.l is not an *off-shore* company.

6. PROTECTION OF MINORITY SHAREHOLDERS AND APPOINTMENT OF DIRECTORS

There are no minority shareholders, and therefore voluntary procedures governing this matter are not necessary.

7. INTERNAL VOLUNTARY RULES ON DIRECTORS

The Code of Ethics, which was **reviewed** in **2022**, is aligned with EU and international Sustainability strategies.²³

In the Code the Company makes explicit reference to the Global Compact principles, to the Universal Declaration on Human Rights and incorporates the Sustainability principles defined in the ILO, OECD and UN Conventions.²⁴

In addition to the Code of Ethics the Company has adopted an ethical guidance document called the “130 Dictionary of Value-based Competencies”.²⁵

The members of the Board act in accordance with the principles set out in the **Code of Ethics**, the main tool containing voluntary ethical and behavioural standards, in Model 231 and in the internal Code of Conduct²⁶ as well as with the powers assigned to them by the Articles of Association.

The Company’s Board of Directors has 9 members²⁷ and they are all Italian citizens.

There are 6 independent Directors²⁸ representing a majority within the Board. There is family involvement in ownership.

The Board’s composition does not meet the requirement of gender equality.²⁹

of Interest (...); guarantee the separate supervision of Relevant Persons whose main functions entail interests that may conflict with the interests of the Clients involved in the Transaction (...); avoid any direct connection with the remuneration of the Relevant Persons (...); prevent or limit undue influence on the provision of Services by a Relevant Person; prevent or control the participation (...) of a Relevant Person in different services when such participation may negatively impact the handling of Conflicts of interest”. Source: Policy for the handling of conflicts of interest, pages 7-8.

²² For more detailed information on the relationships with the companies belonging to the Group please refer to the Financial Statement 2021.

²³ In the Code the Company makes explicit reference to the Taxonomy Regulation EU/2019/2088 “Sustainability related disclosures in the financial services sector”. The Company also states that it is acting in compliance with the UN Sustainable Development Agenda. Source: Code of Ethics 2022, page 3.

²⁴ Source: Code of Ethics 2022, page 6.

²⁵ Dictionary of Value-based Competencies.

²⁶ Code of Conduct

²⁷ The members of the Board of Directors of Centotrenta Servicing, who will remain in office until the approval of the Financial Statement for the year ending on 31st December 2022, are: Giovanni Crostarosa Guicciardi – President; Raffaele Faragò – Managing Director; Mario Bongiorno; Fabrizio Maria Lorenzo Angelelli; Paolo Antonio Cucurachi; Ranieri Venerosi Pesciolini; Maurizio Coggiola; Giambattista Duso; Paola Musile Tanzi. Source: Group website.

²⁸ Article 22 of the Articles of Association regulates the independence requirements as follows: “A board member is considered independent if he/she has not been entrusted with operational responsibilities in the Company, and if he/she, at the same time: does not have any material business or professional relationships (...) with controlling companies or companies controlled by him/her, connected with him/her or subject to joint control (...); is not a kin to any of the members of the Board who are entrusted with operational responsibilities, or to the shareholders, or one of the shareholders, who are/is part of the controlling group (...); does not own, directly or indirectly, shares amounting to more than 5% of the intermediary’s share capital having voting rights, nor is a party to shareholders’ agreements which have either the aim or the effect of exercising control over the intermediary”. Source: Articles of Association 2018, page 11.

²⁹ There is only one female director (under-represented gender): Paola Musile.

8. DIRECTORS,
CONFLICT OF
INTERESTS AND RELATED
COMMITTEES

There are no violations of the EU and OECD guidelines relating to the participation of Directors, managers, auditors or consultants in other companies controlled by shareholders involved in national and local government bodies, judiciary bodies, entities granting licences or financial regulatory authorities.

In addition to the provisions set out in the Conflict of Interest Policy³⁰, the Company has also adopted a specific procedure aimed at regulating the **Personal Transactions of Relevant Persons**.³¹

No directors or members of the top management team are parties to a shareholders' agreement.

The **Supervisory Body (SB)** is directly appointed by the Board of Directors. The functions of the SB have been delegated to the Board of Statutory Auditors.³²

The Board of Directors has not set up a Remuneration Committee nor a Control and Risk Committee. The Company has however appointed a Credit Committee.³³ It should be also noted that a **Transaction Committee** was set up at the beginning of 2021.³⁴

As indicated in the previous report, the issue of gifts has been addressed and the acceptance of gifts is prohibited, unless it is in line with common commercial practices and the value of the gift is modest.³⁵

9. DISCLOSURE,
TRANSPARENCY AND
INTERESTED PARTIES

The Company publishes its Financial Statement on an annual basis in compliance with Italian laws. At present, Centotrenta has not issued a **Non-Financial Statement**³⁶ or a specific **ESG report**.³⁷

The type of activities and the organisational structure are such that ESG reports are not urgently required because there are no material social and environmental impacts and the supply chain does not significantly involve other stakeholders. *Governance* themes have been appropriately disclosed and monitored. They also concern several external people and suppliers.

The control system is based on the usual first, second and third level controls. Measures aimed at reinforcing the coverage of third level controls are planned.³⁸

During 2021 and 2022 the Company's organisational structure was reorganised³⁹, with the introduction of new specific business areas and

³⁰ See note 25.

³¹ The Policy identifies the "the personal transactions carried out by or on behalf of the Relevant Persons, on a personal basis or in any case unrelated to the activities carried out by the Relevant Persons on behalf of the Company (...)", as well as "Relevant Person; Person whom a Relevant Person is related to; Person with whom the Relevant Person has close ties" and the various types of personal transactions. Source: Personal Transactions Policy.

³² The following members of the Board of Statutory Auditors sit on the Supervisory Board: Stefano Toschi (President), Francesco Balossi Restelli, Alberto Aldrighetti. For an overview of the activities carried out by Board of Statutory Auditors during FY 2021, please refer to the "Board of Statutory Auditors' report for the financial year ended on 31st December 2021".

³³ Established in 2018 in order to "evaluate and monitor the UTP (Unlikely To Pay) positions, in view of possible status changes". It consists of 2 directors, the representative of the vehicle involved and the representative of the investor/special servicer. Source: Strategic Plan 2021-23, page 15.

³⁴ Adopted in order to analyse the most relevant transactions for the Company in a more formal way. Reports directly to the Managing Director. Source: Centotrenta Servicing - Introduction to Plan 2021 – 2023, page 1.

³⁵ Source: Internal Code of Conduct, page 3.

³⁶ There is no obligation for companies not listed on the stock exchange to issue non-financial reports.

³⁷ *Environmental, Social and Governance*.

³⁸ The Company intends to insource the *Internal Audit* function as from the next three-year period. Source: Financial Statement 2021, page 15.

³⁹ In September 2021, Samuele di Biase has taken over the role of Operations Director. The area "Commercial Development" has also been introduced. Both functions report directly to the Managing Director. For detailed information on the new organisational chart, please refer to the document. Source: Centotrenta Servicing – Brochure 2022, page 15.

management improvements, also on the instruction of the Supervisory Authority.⁴⁰

The Company does not envisage producing any specific reporting on the remuneration of Board members.

The principle “**Comply or Explain**” has not been formally adopted. Please note that this principle is less relevant for non-listed companies.

10. PARTICIPATION AND VOTE IN GENERAL MEETINGS

The number of shareholders is so small and the ownership structure so straightforward that participation to General Meetings is not very important.

11. EMPLOYMENT AND HUMAN RESOURCES SELECTION

As at 31st December 2021 Centotrenta had 93 employees.⁴¹
At the time of writing, the Company has 99 employees.⁴²

The Company has introduced a specific **Welfare Plan**,⁴³ reviewed in 2022, for employee retention.⁴⁴ There are initiatives in place to improve on the inclusion of specific categories of employees.⁴⁵

The Company is also planning to introduce subsidised loans for all employees.⁴⁶

In order to promote a good *work-life balance*, *smart-working* has been regulated.⁴⁷

The Company's employee selection policies are detailed in the **Staff Regulations**.⁴⁸

Training is provided on a regular basis.⁴⁹

The Company has introduced *internship* programmes for students in partnership with the Bocconi University.⁵⁰

⁴⁰ In particular, we highlight the following new areas: “Master Servicing”; “Performing and UTP”; “Real Estate”. Source: Centotrenta Servicing – Brochure 2022, page 16.

⁴¹ Source: Financial Statement 2021, page 8. March 2020 saw the opening of the Lecce office, where mainly administrative activities are carried out. Source: Financial Statement 2021, page 9.

⁴² Source: Company internal source.

⁴³ All employees, including apprentices, are allocated a fixed amount (so-called Welfare Account”), that can be used to access various goods and services, which are available on the Company's IT platform, including the possibility to boost their health insurance plan. Source: Company's Welfare Plan Policy 2022, page 3. In FY 2022, the employees were involved in the preparation of the Plan through specially designed questionnaires. To complement existing services, the Company has also signed a series of agreements with restaurants and other entities for the purchase of pharmaceutical products. There are also current plans that would make it possible to request the reimbursement of interests payable on mortgages and loans. Source: Welfare Presentation 2022.

⁴⁴ The Plan is only available to employees that have worked for the Company for at least 13 months. Source: Welfare Plan Policy 2022, page 3. Employees who have worked for 13 months will also be entitled to receive an additional € 1,000 on an annual basis. Source: Welfare Presentation 2022.

⁴⁵ It refers to the event “The mother will then come back”, a day dedicated to new mums that return to work after maternity leave. The event took place on 29th April 2022 with the support of the HR manager and was also attended by a health visitor in order to offer a listening ear to and encourage a dialogue amongst the new mums with regard to any matters relating to maternity and pregnancy. Source: Company internal source. For more detailed information on the activities that took place during this day and on the services available to new mums, please refer to the “Programme for the event “The mother will then come back” and the “First steps brochure”.

⁴⁶ Please refer to the information leaflets “Agos Standard Loan” and “Agos Zero Interest Project”.

⁴⁷ Smart-working is allowed for not more than 2 days a week depending on work requirements. In compliance with applicable laws, the Company gives priority to remote working requests received by the following categories of employees: “female employees during the three years following the end of the maternity leave period; female employees with disabled children; female employees with particular health issues; employees with particular family situations. Source: Centotrenta's smart-working guidelines 2022, page 4. The company has also given each employee an additional day of annual leave on their birthday. Source: Welfare Presentation 2022.

⁴⁸ Staff Regulations 2022. The “welcome pack” for newly hired employees includes information on the Code of Ethics. Source: Company internal source.

⁴⁹ It mainly focuses on financial education and on the most relevant topics for the Company's *business* such as English language courses, training courses on the use of Excel, *problem solving*, *time management* and communication. A *manager skills assessment* programme has also been introduced. The Company is also planning to introduce training courses on ESG themes and on innovation. Source: Company internal source.

⁵⁰ Source: Company internal source.

12. HEALTH, SAFETY AT WORK AND SOCIAL DIALOGUE	As noted in previous reports, health and safety in the workplace are addressed in compliance with Italian laws. The number of employees at Centotrenta and the sector in which the Company operates do not leave a lot of scope for implementation on a voluntary basis. ⁵¹ Employees receive regular updates on the risks of remote working. ⁵²
13. ADAPTING TO CHANGE	The scope of this matter, which is so central to EU and OECD programmes, seems to be limited in the case of Centotrenta, given its size and type of activities carried out.
14. ENVIRONMENT	The principles for environmental protection are detailed in the Code of Ethics. ⁵³ Centotrenta aims to play a significant role in the <i>green</i> securitisation market. ⁵⁴ The Company has recently adopted measures in this respect. ⁵⁵
15. CONSUMERS AND QUALITY	This issue is addressed in the Code of Ethics. ⁵⁶ Centotrenta does not provide public utility services. Centotrenta does however handle the securitisation of receivables from the Public Administration (Healthcare Receivables), the critical aspects of which seem to be monitored. ⁵⁷ As mentioned in the previous report, Centotrenta has launched a programme of social securitisation. ⁵⁸ Complaints are handled by a dedicated unit. The Company has a special policy on handling complaints. ⁵⁹
16. SCIENCE AND TECHNOLOGY	The Company has adopted a specific <i>IT Strategy</i> and a state-of-the-art <i>Data Quality</i> system. ⁶⁰

⁵¹ The Company provides a health monitoring service (fit to work medical assessments) and guarantees employee training on safety and on the roles of the Health and Safety Officer, the Prevention and Protection Service Officer, the site doctor and on first aid kits and fire-fighting equipment. Source: Financial Statement 2021, page 8.

⁵² Through the INAIL information note: *"Information note on health and safety (smart working) pursuant to Article 22, paragraph 1, Law No. 81/2017"*. Source: Financial Statement 2021, page 8.

⁵³ Source: Code of Ethics 2022, page 13.

⁵⁴ Source: Centotrenta Servicing - Brochure 2022, page 7.

⁵⁵ It refers to the securitisation of tax credits arising from the so-called Eco-Sisma-SuperEcosisma Bonus, for companies committed to restructuring programmes aimed at energy requalification and the reduction of building seismic risk. The transaction has been executed by Unicredit Bank in May 2021, with a € 500 million project, whereby Unicredit's clients assigned tax credits to a securitisation vehicle called EBS Finance S.r.l. Unicredit Bank acted as transaction *Arranger* whereas Centotrenta Servicing as *Master Servicer*. Source: Press Release Standard Ethics Security Eco Sisma Bonus Programme 1.3.2022.

⁵⁶ Source: Code of Ethics 2022, page 7.

⁵⁷ Centotrenta takes on the role of guarantor for the correct execution of the above-mentioned transactions. *"Some companies have ruled out -- or significantly limited -- their handling of this asset class, since it can pose significant reputational risks. (...) the Company has decided to continue to be involved in this asset class of Public Administration receivables (...) but does so implementing all the strategies listed above, so as to manage risks most effectively, excluding however the option of playing the role of Arranger in these transactions, for which it accepts only legal and/or financial roles."* The Company also recognizes the positive social impact resulting from the management of this "asset class". Source: Communication to Standard Ethics of 24th February 2021.

⁵⁸ Project SNOWDROP (Fondo Salva Casa, a homeowner rescue fund), launched in 2010, can be considered a Social Impact Bond and offers an innovative solution to people experiencing financial difficulties. The project is targeted to several stakeholders, such as Social Housing Foundations, institutional investors, consumers' associations and social mobility charities, banks, families, and businesses. The programme is divided in the three following stages: (I) *Establishment of the Salva Casa SPV and Salva Casa Roeco*; (II) *conclusion of agreements between parties*; (III) *securitisation*. Source: Snowdrop Structured Memo, pages 2 ff. *"The Fondo Salva Casa is a social shock absorber that yields an income, a very balanced protection for all stakeholders. Its primary – but not only – mission is to handle receivables deriving from mortgages for first-time home buyers"*. Source: Centotrenta website.

⁵⁹ Source: Complaints Procedure P11, Complaints Management

⁶⁰ In view of the future automation of the Company's business processes, called for by the evolution of the securitisation market, Centotrenta has adopted the *Sadas Engine* technology developed by Sadas S.r.l, which enables the processing and analysis of a large volume of data in the most efficient way. *Sadas Engine* is a cutting-edge solution to meet client's needs. Source: Press Release 2.7.2020 130 Servicing Sadas. In addition, it should be noted that contacts have been made with a company specialised in identifying the main business operation issues by accessing a company's email system. Source: Company internal source.

Centotrenta has developed a *blockchain* platform, although it is still at the pilot stage.⁶¹

17. LOCAL COMMUNITIES With regard to the above mentioned “social securitisation programmes”, Centotrenta interacts with many stakeholders.⁶²

18. BUSINESS PARTNERS The Code of Ethics applies to all the Company’s stakeholders.

Given the business sector in which Centotrenta operates, the Company has complex and sensitive interactions with suppliers and numerous people acting in many different capacities with regard to securitisation transactions, including recovery of receivables, provision of payment services and functions linked to the correct execution of the transactions.
At present there are no supply chain control systems in place with regard to ESG themes.

19. HUMAN RIGHTS As already mentioned, the protection of human rights with reference to the **United Nations Sustainable Development Goals (SDGs)** is expressly addressed in the Code of Ethics.⁶³
In addition, it makes explicit reference to the principles set out in the **United Nations Universal Declaration of Human Rights** and in the **ILO Conventions**.⁶⁴

20. EUROPEAN AND INTERNATIONAL STRATEGIES The European and international strategies on Sustainability are formally stated in the Code of Ethics.

21. CONCLUSIONS (SUMMARY) Centotrenta Servicing performs all the *servicing* functions relating to the management of securitisation transactions. It operates on the Italian market and is subject to supervision. Centotrenta has been, and is, involved in a variety of roles in many securitisation transactions and is an important player at national level.
Although there is no urgency in providing an ESG (*Environment, Social, Governance*) report due to the Company’s low environmental impact and limited social impact, Centotrenta has developed a sustainability strategy in line with international guidelines. It is focused on *governance* and *risk management*. In 2022 the Company also aligned governance tools, like the Code of Ethics, some company *welfare* aspects and some management areas to its sustainability strategy.
The Company is not listed on the stock exchange and therefore there are no details on minority shareholders. However, Centotrenta has formally adopted

⁶¹ Known as “*Hypermast*” and developed in partnership with IBM, the platform makes it possible to use *blockchain* technology for the integrated management of all securitisation transactions; “*this application may well determine a so-called technological breakthrough in tracing and guaranteeing granular data from portfolios and processes, and additionally increase the efficiency in the calculation of the so-called Asset Valuation Risk (and thus of the Notes) on which the Supervisory Authorities are particularly focussing at present. In this respect, the Company’s partner, Centotrenta Management S.r.l, has requested the support of Promontory Consulting (an IBM company) for the development of the platform governance model that will enable Centotrenta to present this project to 10 European Originator banks (...) to stimulate their interest in this project.*” Source: Strategic Plan 2021-2023, pages 45-46. For more detailed information on the project, please refer to the Press Release: “*Hypermast CV 20191120*”.

⁶² Project SNOWDROP has attracted considerable interest from the Catholic University in Milan, the project promoter through the CeTIF department, from AMCO, Unicredit and the Cariplo Foundation, which believes that it may qualify as an “*innovative social housing*” project. In this respect Centotrenta will join the Association “*Social Impact Finance*”, which has been promoting so-called “*social*” transactions since 2010. Source: Strategic Plan 2021-23, page 16.

⁶³ In the Code of Ethics the Company states that it is committed to “*protect human rights and to eliminate any form of discrimination based on gender, age, sexual preference, race, nationality, physical, social and economic conditions, religious and political beliefs.*” Source: Code of Ethics 2022, page 3.

⁶⁴ Source: Code of Ethics 2022, page 6.

the principle of *Comply-or-Explain* and provides adequate *disclosure* about its organisation.

* * *

SOURCES

Where there are no dates, the most recent version prevails

The documents consulted were approved and provided at least twenty days before the publication of this document.

The main documents are, but not limited to: Code of Ethics, Financial Statement 2021, ESG and non-financial reports (in all their forms), Articles of Association; Procedures; Internal Regulations; *Policy*; Communications.

In addition to the above-mentioned documents, data resulting from dialogues and correspondence with Company's employees were also used. In such cases, we generically indicate the source as Company internal source.

Other sources

Other documents provided by national and European regulatory bodies were consulted, as well from independent sites if published at least twenty days before this document went to print

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