

Brera Sec S.r.l. - Serie 2019

Investors Report

Euro 6.650.000.000 Class A Residential Mortgage Backed Floating Rate Notes due December 2072
Euro 859.500.000 Class B Residential Mortgage Backed Fixed Rate and Additional Return Notes due December 2072

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Dates

Issue Date

27/11/2019

Collection Period
Interest Period

from

to

01/02/2020

30/04/2020

17/03/2020

15/06/2020

Payment Date

15/06/2020

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This Investors Report is prepared by Securitisation Services in accordance with the criteria described in the Transaction Documents. Certain information included in this report is provided by the Parties. Please be advised that Securitisation Services will have no liability for the completeness or accuracy of such information.



1. Transaction Overview

Principal Parties

Arrangers	Banca IMI S.p.A. Intesa Sanpaolo S.p.A.
Issuer	Brera Sec S.r.l.
Originator	Intesa Sanpaolo S.p.A.
Servicer	Intesa Sanpaolo S.p.A.
Representative of the Noteholders	Securitisation Services S.p.A.
Calculation Agent	Securitisation Services S.p.A.
Corporate Services Provider	Securitisation Services S.p.A.
Administrative Services Provider	Intesa Sanpaolo S.p.A.
Account Bank	Intesa Sanpaolo S.p.A.
Reporting Entity	Intesa Sanpaolo S.p.A.
Paying Agent	Intesa Sanpaolo S.p.A.
Listing Agent	Intesa Sanpaolo Bank Luxembourg S.A.
Subordinated Loan Provider	Intesa Sanpaolo S.p.A.
Underwriter	Intesa Sanpaolo S.p.A.

Main definitions

Business Day	means a day on which banks are generally open for business in Milan and Luxembourg and on which the Trans-European Automated Real Time Gross Transfer System (TARGET2) (or any successor thereto) is open.
Cash Reserve Required Amount	means, with reference to each Payment Date, an amount equal to 2% of the Principal Outstanding Amount of the Senior Notes on the Calculation Date immediately preceding such Payment Date, provided that the Cash Reserve Required Amount will be equal to 0 (zero) on the earlier of (a) the Calculation Date on which the Calculation Agent issues a Payments Report stating that on the immediately following Payment Date the Issuer Available Funds are sufficient to repay in full on such Payment Date the Senior Notes, (b) the Final Maturity Date, (c) the date on which the Representative of the Noteholders has delivered a Trigger Notice to the Issuer.
Pass-Through Condition	means the condition which occurs when, prior to the service of a Trigger Notice and for as long as the Senior Notes are outstanding, the Default Ratio is higher than 8%.
Clean Up Option Date	means the Payment Date on which the Principal Outstanding Amount of the Senior Notes is equal or lower than 10% of the Principal Outstanding Amount of the Notes upon issue.
Collection Period	means each quarterly period commencing on (and excluding) a Collection Date and ending on (and including) the next succeeding Collection Date and, in the case of the first Collection Period, commencing on (and including) the Effective Date and ending on (and including) the Collection Date falling on 31 January 2020.
Default Ratio	means, on each Calculation Date with respect to the immediately preceding Collection Date, the ratio, expressed as a percentage, obtained by dividing: (A) the aggregate of the Outstanding Principal of the Receivables which have become Defaulted Receivables (at the time of such classification) during the period between the Effective Date and the immediately preceding Collection Date; by (B) the Initial Principal Portfolio.
Interest Period	means each period commencing on (and including) a Payment Date and ending on (but excluding) the next succeeding Payment Date, provided that the "First Interest Period" shall commence on (and include) the Issue Date and end on (but exclude) the First Payment Date.
Payment Date	means the First Payment Date and, thereafter, the 15th calendar day of March, June, September and December of each year or, if such day is not a Business Day, the immediately succeeding Business Day.



2. Portfolio and Notes

The Portfolio

The principal source of payment of interest on the Senior Notes and interest and Additional Return on the Junior Notes and of repayment of principal on the Notes will be Collections made in respect of the Portfolio purchased on 25 September 2019 by the Issuer pursuant to the terms of the Receivables Purchase Agreement.

The Notes

Classes	Class A Notes	Class B Notes
Principal Amount Outstanding on the Issue Date	6.650.000.000,00	859.500.000,00
Currency	EUR	EUR
Issue Date	18 November 2019	18 November 2019
Final Maturity Date	15 December 2072	15 December 2072
Listing	Luxembourg	Not listed
ISIN	IT0005390841	IT0005390858
Common code	N.A.	N.A.
Denomination	100.000,00	100.000,00
Indexation	Euribor 3M	Fixed Rated
Spread / Fixed Rate	Spread	Variable Return
Payment frequency	Quarterly	Quarterly

Under the Intercreditor Agreement, each of the Originators has undertaken that it will retain at the origination and maintain on an ongoing basis a material net economic interest of at least 5% in the Transaction in accordance with option (1)(d) of Article 405 of Regulation (EU) number 575/2013 (as amended, supplemented and/or replaced from time to time), option (1)(d) of Article 51 of the Commission Delegated Regulation (EU) number 231/2013 of 19 December 2012 (as amended, supplemented and/or replaced from time to time) and option 2(d) of Article 254 of Regulation (EU) number 35/2015 (as amended, supplemented and/or replaced from time to time). As at the Issue Date, such interest will be comprised of an interest in the first loss tranche (being the Junior Notes).



3. Class A Notes

Interest Period		Payment Date	Before payments		Accrued			Payments		After payments		
			Principal Outstanding Amount	Unpaid Interest	Rate of Interest	Days	Interest accrued	Principal	Interest	Principal Amount Outstanding	Unpaid Interest	Pool factor
27/11/2019	16/03/2020	16/03/2020	6.650.000.000,00	-	0,459%	110	9.326.625,00	234.637.137,00	9.326.625,00	6.415.362.863,00	-	0,96471622
17/03/2020	15/06/2020	15/06/2020	6.415.362.863,00	-	0,361%	91	5.854.018,61	179.043.935,00	5.854.018,61	6.236.318.928,00	-	0,93779232



4. Class B Notes

Interest Period		Payment Date	Before payments		Accrued			Payments			After payments		
			Principal Outstanding Amount	Unpaid Interest	Rate of Interest	Days	Interest accrued	Principal	Interest	Additional Return	Principal Amount Outstanding	Unpaid Interest	Pool factor
27/11/2019	16/03/2020	16/03/2020	859.500.000,00	-	0,500%	110	1.313.144,10	-	1.313.144,10	29.055.147,94	859.500.000,00	-	1,00000000
17/03/2020	15/06/2020	15/06/2020	859.500.000,00	-	0,500%	91	1.086.322,05	-	1.086.322,05	27.480.657,96	859.500.000,00	-	1,00000000



5. Collections

Collection Period		Performing Portfolio						Defaulted Loans				Total Collections of Portfolio
		Principal collections	Interest collections	Default Interests	Prepayments	Other items (penalties included/recovery expenses)	Total Collections	of which Principal recoveries	of which Interest recoveries	Other items	Total Recoveries on Defaulted Loans	
23/09/2019	31/01/2020	99.468.074,73	50.344.125,80	2.070,21	135.115.371,65	217.730,77	285.147.373,16	-	-	-	-	285.147.373,16
01/02/2020	30/04/2020	73.185.305,54	35.181.908,35	1.401,41	105.676.685,31	153.753,32	214.199.053,93	-	-	-	-	214.199.053,93



6. Issuer Available Funds

Collection Period		Collections and Recoveries*	All amounts transferred on the Cash Reserve Account on the immediately preceding Payment Date	All amounts of interest accrued and paid on the Accounts during the immediately preceding Collection Period	All the proceeds deriving from the sale, if any, of the Portfolio or of individual Receivables	All amounts received by the Issuer from the Originators pursuant to the Transaction Documents	Any Amounts standing to the credit of the Payments Account*	Any amounts received by the Issuer from any party to the Transaction Documents	Issuer Available Funds
23/09/2019	31/01/2020	275.324.870,18	133.000.000,00	3.119,75	-	-	-	-	408.327.989,93
01/02/2020	30/04/2020	214.199.053,93	133.000.000,00	2,06	-	-	-	-	347.199.055,99

* With reference to the First Payment Date excluding the Collections already used on the Issue Date.



7. Pre Enforcement Priority of Payments

Payment Date	Expenses, taxes, Issuer Disbursement Amount and Issuer Retention Amount	Agent Fees	Interest due and payable on the Senior Notes	Amount necessary to bring the balance of the Cash Reserve Account up to the Cash Reserve Required Amount*	Interest due and payable to the Subordinated Loan Provider	Principal amount due and payable in respect of the Subordinated Loan Agreement	to pay, pari passu and pro rata the Senior Notes Principal Payment Amount*	Any other amount due and payable under the Transaction Documents	Interest due and payable on the Junior Notes	Principal Payment Amount on the Junior Notes **	Additional Return on the Junior Notes.	Residual balance of the Payment Account
16/03/2020	41.704,78	751.036,67	9.326.625,00	133.000.000,00	203.194,44	-	234.637.137,00	-	1.313.144,10	-	29.055.147,94	-
15/06/2020	-	566.025,15	5.854.018,61	128.307.257,26	168.097,22	4.692.742,74	179.043.935,00	-	1.086.322,05	-	27.480.657,96	-

* Before the occurrence of a Pass-Through Condition, the Senior Notes Principal Payment Amount on the Senior Notes on such Payment Date or (ii) after the occurrence of a Pass-Through Condition, the Principal Outstanding Amount in respect of the Senior Notes on such Payment Date

** Provided that the Senior Notes have been redeemed in full, to pay, pari passu and pro rata on any Payment Date (i) before the occurrence of a Pass-Through Condition, the Junior Notes Principal Payment Amount on the Junior Notes on such Payment Date or (ii) after the occurrence of a Pass-Through Condition, the principal on the Junior Notes until the Principal Outstanding Amount of the Junior Notes is equal to the Junior Notes Retained Amount.



8. Post Enforcement Priority of Payments

Payment Date	Expenses, taxes, Issuer Disbursement Amount and Issuer Retention Amount	Agent Fees	Interest due and payable on the Senior Notes	Principal Outstanding Amount in respect of the Senior Notes	Interest due and payable to the Subordinated Loan Provider	Principal amount due and payable in respect of the Subordinated Loan Agreement	Any other amount due and payable under the Transaction Documents	Interest due and payable on the Junior Notes	Principal Outstanding Amount in respect of the Junior Notes	Additional Return on the Junior Notes	Residual balance of the Payment Account



9. Portfolio Situation

Collection Period		Performing Loans (Included Delinquent Loans)					Defaulted Loans					Total Portfolio				
		Outstanding principal not overdue	Overdue Principal Instalment	Overdue Interest Instalment	Outstanding principal amount	Total	Outstanding principal not overdue	Overdue Principal Instalment	Overdue Interest Instalment	Outstanding principal amount	Total	Outstanding principal not overdue	Overdue Principal Instalment	Overdue Interest Instalment	Outstanding principal amount	Total
		(A)	(B)	(C)	(D) = (A) + (B)	(E) = (C) + (D)	(F)	(G)	(H)	(I) = (F) + (G)	(J) = (H) + (I)	(K) = (A) + (F)	(L) = (B) + (G)	(M) = (C) + (H)	(N) = (D) + (I)	(O) = (E) + (J)
23/09/2019	31/01/2020	7.274.804.781,41	58.050,51	48.726,92	7.274.862.831,92	7.274.911.558,84	-	-	-	-	-	7.274.804.781,41	58.050,51	48.726,92	7.274.862.831,92	7.274.911.558,84
01/02/2020	30/04/2020	7.095.474.674,93	344.251,11	229.452,46	7.095.818.926,04	7.096.048.378,50	169.795,66	6.956,13	3.690,55	176.751,79	180.442,34	7.095.644.470,59	351.207,24	233.143,01	7.095.995.677,83	7.096.228.820,84



10. Portfolio Breakdown Delinquent Loans

A) Monthly Delinquent Loans

Days in arrears	Outstanding principal not overdue (A)	Overdue Principal Instalment (B)	Overdue Interest Instalment (C)	Total Overdue (D) = (B) + (C)	Outstanding principal amount (E) = (A) + (B)	Total (F) = (A) + (D)
>0 <=30	943.989,67	2.610,22	1.623,61	4.233,83	946.599,89	948.223,50
>30 <=60	102.337,64	560,73	492,95	1.053,68	102.898,37	103.391,32
>60 <=90	9.677.112,33	54.458,93	35.152,60	89.611,53	9.731.571,26	9.766.723,86
>90 <=120	-	-	-	-	-	-
>120 <=150	950.489,75	8.186,91	8.195,04	16.381,95	958.676,66	966.871,70
>150 <=180	583.250,17	7.216,78	6.011,19	13.227,97	590.466,95	596.478,14
>180 <=210	234.224,15	4.608,10	2.523,48	7.131,58	238.832,25	241.355,73
>210 <=240	627.208,77	11.342,57	8.404,41	19.746,98	638.551,34	646.955,75
>240 <=270	500.909,25	7.223,15	9.778,58	17.001,73	508.132,40	517.910,98
>270 <=300	343.280,10	8.533,48	6.649,17	15.182,65	351.813,58	358.462,75
>300	175.608,66	5.737,41	4.144,23	9.881,64	181.346,07	185.490,30
Delinquent Loans (1)	14.138.410,49	110.478,28	82.975,26	193.453,54	14.248.888,77	14.331.864,03

B) Quarterly Delinquent Loans

Days in arrears	Outstanding principal not overdue (A)	Overdue Principal Instalment (B)	Overdue Interest Instalment (C)	Total Overdue (D) = (B) + (C)	Outstanding principal amount (E) = (A) + (B)	Total (F) = (A) + (D)
>0 <=90	-	-	-	-	-	-
>90 <=180	-	-	-	-	-	-
>180 <=270	-	-	-	-	-	-
>270 <=360	-	-	-	-	-	-
>360	-	-	-	-	-	-
Delinquent Loans (2)	-	-	-	-	-	-

C) Semi annual Delinquent Loans

Days in arrears	Outstanding principal not overdue (A)	Overdue Principal Instalment (B)	Overdue Interest Instalment (C)	Total Overdue (D) = (B) + (C)	Outstanding principal amount (E) = (A) + (B)	Total (F) = (A) + (D)
>0 <=180	-	-	-	-	-	-
>180 <=360	-	-	-	-	-	-
>360	-	-	-	-	-	-
Delinquent Loans (3)	-	-	-	-	-	-

D) Mortgage Loans classified as Delinquent Loans

	Outstanding principal not overdue (A)	Overdue Principal Instalment (B)	Overdue Interest Instalment (C)	Total Overdue (D) = (B) + (C)	Outstanding principal amount (E) = (A) + (B)	Total (F) = (A) + (D)
Delinquent Loans (1) + (2) + (3)	14.138.410,49	110.478,28	82.975,26	193.453,54	14.248.888,77	14.331.864,03



11. Defaulted Loans and Pass-Through Condition

Collection Period		The Outstanding Principal of the Defaulted Receivables (at the time of such classification) during the period between the Effective Date and the immediately preceding Collection Date (A)	Initial Principal Portfolio (B)	Default Ratio (C) = (A) / (B)	Limit	Pass-Through Condition YES / NO
23/09/2019	31/01/2020	-	7.509.435.056,42	0,0000%	8,00%	NO
01/02/2020	30/04/2020	176.751,79	7.509.435.056,42	0,0024%	8,00%	NO



12. Repurchase

Collection Period		Repurchase of performing Loans				Repurchase of defaulted Loans			
		Principal Amount Repurchased	Total Principal Repurchased/IPP	Limit	Breach of the limit	Principal Amount Repurchased	Total Principal Repurchased/IPP	Limit	Breach of the limit
23/09/2019	31/01/2020	-	0%	5,00%	NO	-	0%	5,00%	NO
01/02/2020	30/04/2020	-	0%	5,00%	NO	-	0%	5,00%	NO



13. Notes Collateralisations

Collection Period		Notes			Collateral			
		Class A Notes (A)	Class B Notes (B)	Total (C) = (A) + (B)	Collateral Portfolio (D)	Amounts retained in the Payments Account (E)	Balance of the Cash Reserve Account (F)	Total Collateral (H) = (D) + (E) + (F)
23/09/2019	31/01/2020	6.415.362.863,00	859.500.000,00	7.274.862.863,00	7.274.862.831,92	-	133.000.000,00	7.407.862.831,92
01/02/2020	30/04/2020	6.236.318.928,00	859.500.000,00	7.095.818.928,00	7.095.818.926,04	-	128.307.257,26	7.224.126.183,30

