

Draft 2023-09-06

**Provisional CRR ASSESSMENT**  
**Golden Bar (Securitisation) S.r.l.**  
**2023-2**



PRIME COLLATERALISED SECURITIES (PCS) EU SAS

[ ] September 2023

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This is a Provisional CRR Assessment.

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This Provisional CRR Assessment is not the final CRR assessment and it based on the draft documents and information provided to PCS by or on behalf of the originator as of the date of this assessment. It is anticipated at the date of this Provisional CRR Assessment that a Final CRR Assessment will be made available at or around closing of the transaction. However, such Final CRR Assessment will be based upon the final materials received by PCS and will only be made available on a fully ticked basis if no material adverse changes have been made to the transaction or the relevant material which, upon becoming known to PCS, would not adversely change our analysis. Therefore, no guarantees can be provided that such Final CRR Assessment will be made available on a fully ticked basis.

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**[ ] September 2023**

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## PRIME COLLATERALISED SECURITIES (PCS) – Provisional CRR Assessment

Individual(s) undertaking the assessment	Daniele Vella
Date of Verification	[ ] September 2023
<b>The transaction to be verified (the “Transaction”)</b>	<b>GB 2023-2</b>
Issuer	Golden Bar (Securitisation) S.r.l.
Originator	Santander Consumer Bank S.p.A. (“ <b>SCB</b> ”)
Arranger	Banco Santander S.A.
Joint Lead Managers	Banco Santander S.A.; UniCredit Bank AG; Intesa Sanpaolo S.p.A.
Transaction Legal Counsel	Jones Day
Rating Agencies	DBRS and Fitch
Stock Exchange	Bourse de Luxembourg
Closing Date	[ ] September 2023

PCS confirms that all checklist points have been verified as detailed in the associated comment box in the checklist below.

Within the checklist, the relevant legislative text is set out in light blue introductory boxes with specific criteria for our verification listed underneath.

## Legislative Text

Article 243 (NOTE 1)

2. Positions in a securitisation, other than an ABCP programme or ABCP transaction, that qualify as positions in an STS securitisation, shall be eligible for the treatment set out in Articles 260, 262 and 264 where the following requirements are met:

NOTE 1: Article 243 of REGULATION (EU) 2017/2401 OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL of 12 December 2017 amending Regulation (EU) No 575/2013 on prudential requirements for credit institutions and investment firms, as amended from time to time.

### 1a CRR Criteria

(a) at the time of inclusion in the securitisation, the aggregate exposure value of all exposures to a single obligor in the pool does not exceed 2 % of the exposure values of the aggregate outstanding exposure values of the pool of underlying exposures. For the purposes of this calculation, loans or leases to a group of connected clients shall be considered as exposures to a single obligor.

**Meets Criteria?**  
**YES**

### PCS Comments

See the R&W in Clause 3.4(m) of the Warranty and Indemnity Agreement:

<<3. REPRESENTATIONS AND WARRANTIES OF THE SELLER

*The Seller hereby represents and warrants to the Issuer as follows.*

#### 3.4 Others

*(m) [(Debtor's concentration) On the relevant Valuation Date and Transfer Date, the aggregate Outstanding Principal of the Receivables comprised in the Aggregate Portfolio owed by the same Debtor does not exceed 2% (two per cent.) of the aggregate Outstanding Principal of all of the Receivables comprised in the Aggregate Portfolio, for the purposes of article 243(2)(a) of the CRR.]>>.*

*<<Outstanding Principal means, on any given date: (a) with respect to any Loan and the relevant Receivables, the sum of (i) the aggregate of all the Principal Components owing from the relevant Borrower and/or scheduled to be paid after such date and (ii) the aggregate of all the Principal Components which are past due and unpaid as of such date and (b) with respect to any Portfolio and the Aggregate Portfolio, the aggregate of the Outstanding Principal as of such date of all the Receivables (other than Defaulted Receivables) comprised in the relevant Portfolio and the Aggregate Portfolio, respectively.>>*

### 1b CRR Criteria

In the case of securitised residual leasing values, the first subparagraph of this point shall not apply where those values are not exposed to refinancing or resell risk due to a legally enforceable commitment to repurchase or refinance the exposure at a pre-determined amount by a third party eligible under Article 201(1);

**Meets Criteria?**  
**YES**

### **PCS Comments**

Not applicable to this transaction.

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### **CRR Criteria**

(b) at the time of their inclusion in the securitisation, the underlying exposures meet the conditions for being assigned, under the Standardised Approach and taking into account any eligible credit risk mitigation, a risk weight equal to or smaller than:

- (i) 40 % on an exposure value-weighted average basis for the portfolio where the exposures are loans secured by residential mortgages or fully guaranteed residential loans, as referred to in point € of Article 129(1);
- (ii) 50 % on an individual exposure basis where the exposure is a loan secured by a commercial mortgage;
- (iii) 75 % on an individual exposure basis where the exposure is a retail exposure (NOTE 2);
- (iv) for any other exposures, 100 % on an individual exposure basis (NOTE 3);

NOTE 2: see article 123 (*Retail exposures*) of the Regulation (EU) No 575/2013;

NOTE 3: see article 501 (*Adjustment of risk-weighted non-defaulted SME exposures for "SME Loans"*) of the CRR, as amended.

**Meets Criteria?**  
**YES**

### **PCS Comments**

2 (b) (iii) does apply.

In respect of the nature of the Borrowers as "retail customers", we note that specific representations are included in the Warranty and Indemnity Agreement, and described in the Prospectus.

See in particular the following R&Ws in "DESCRIPTION OF THE WARRANTY AND INDEMNITY AGREEMENT - Representations and warranties":

<<(a) (xxi) (*Borrowers*) *The Loans are granted to Borrowers which, as at the date of signing of the relevant Loan Agreement, are individuals (persone fisiche) who are employed or individual entrepreneurs (ditte individuali) and, as at the relevant Valuation Date, are resident in Italy.*>>;

<<(d) (xv) (*Total amount owed by a Debtor*) *To the knowledge of Santander Consumer Bank, the total amount owed to it and its parent undertakings and subsidiaries, including any exposure in default, by a single Debtor or a group of connected Debtors, does not exceed EUR 1 million, for the purposes of article 123(c) of the CRR.*>>.

In addition, in respect of the exposures towards Borrowers that are individual entrepreneurs, the adjustments set out in Article 501 of CRR also apply.

<b>3</b>	<b><u>CRR Criteria</u></b> (c) where points (b)(i) and (b)(ii) apply, the loans secured by lower ranking security rights on a given asset shall only be included in the securitisation where all loans secured by prior ranking security rights on that asset are also included in the securitisation;	<b><u>Meets Criteria?</u></b> <b>YES</b>
	<b><u>PCS Comments</u></b> Not applicable.	

<b>4</b>	<b><u>CRR Criteria</u></b> (d) where point (b)(i) of this paragraph applies, no loan in the pool of underlying exposures shall have a loan-to-value ratio higher than 100 %, at the time of inclusion in the securitisation, measured in accordance with point (d)(i) of Article 129(1) and Article 229(1).	<b><u>Meets Criteria?</u></b> <b>YES</b>
	<b><u>PCS Comments</u></b> Not applicable.	