LCR ASSESSMENT

SME LION III B.V.

PRIME COLLATERALISED SECURITIES (PCS) EU SAS

17 December 2021

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It is important that the reader of this checklist reviews and understands the disclaimer referred to on the following page.

17 December 2021

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Prime Collateralised Securities (PCS) LCR Assessment

Individual(s) undertaking the assessment	Dr Martina Spaeth
Date of Assessment /Version	17 December 2021
The transaction to be assessed (the "Transaction")	**SME LION III**

Issuer	SME LION III B.V.
Originator	ING Bank N.V.
Lead Manager(s)	ING Bank N.V.
Transaction Legal Counsel	Allen & Overy LLP
Rating Agencies	Fitch and Moody's
Stock Exchange	Euronext Amsterdam
Closing Date	17 December 2021

Legislative Text and LCR Criteria ([1])		Identifying Document and Checking Page Reference	Checking Comments	Criteria Fulfilled Yes / No
1	1. Exposures in the form of asset-backed securities as referred to in Article 12(1)(a) shall qualify as level 2B securitisations where the following conditions are satisfied: (a) the designation 'STS' or 'simple, transparent and standardised', or a designation that refers directly or indirectly to those terms, is permitted to be used for the securitisation in accordance with Regulation (EU) 2017/2402 of the European Parliament and of the Council (*) and is being so used; (b) the criteria laid down in paragraph 2 and paragraphs 10 to 13 of this Article are met.		1 (a) PCS is advised that the transaction issue of SME LIONI III is designated STS.	Yes ☒ No ☐
			1 (b) PCS has ticked the questions below as "yes". See the disclaimer above for a fuller analysis of the limitations of PCS's LCR assessment.	Yes ☒ No ☐
2	2. The securitisation position and the exposures underlying the position shall meet all the following requirements: (a) the position has been assigned a credit assessment of credit quality step 1 by a nominated ECAI in accordance with Article 264 of Regulation (EU) No 575/2013 or the equivalent credit quality step in the event of a short-term credit assessment; (b) the position is in the most senior tranche or tranches of the securitisation and possesses the highest level of seniority at all times during the ongoing life of the transaction. For these purposes, a tranche shall be deemed to be the most senior where after the delivery of an enforcement notice and where applicable an acceleration notice, the tranche is not subordinated to other tranches of the same securitisation transaction or scheme in respect of receiving principal and interest payments, without taking into account amounts due under interest rate or currency derivative contracts, fees or other similar payments in accordance with Article 242(6) of Regulation (EU) No 575/2013;	Refer to prospectus, Post-Enforcement Priority of Payments	2 (a) PCS notes that the Class A notes are expected to be rated: Ratings at issue (Moody's /Fitch): Aaa (sf), AAA (sf),	Yes ☒ No ☐
		5.2 Priority of Payments, Post-Enforcement Priority of Payments	2 (b) PCS confirms that the senior tranche meets the required attributes, based on a review of the prospectus.	Yes ☒ No ☐

[1] Regulation (EU) 2017/2402 of the European Parliament and of the Council of 12 December 2017 laying down a general framework for securitisation and creating a specific framework for simple, transparent and standardised securitisation, and amending Directives 2009/65/EC, 2009/138/EC and 2011/61/EU and Regulations (EC) No 1060/2009 and (EU) No 648/2012 (OJ L 347, 28.12.2017, p. 35).

Legislative Text and LCR Criteria ([1])		Identifying Document and Checking Page Reference	Checking Comments	Criteria Fulfilled Yes / No
3	(g) the securitisation position is backed by a pool of underlying exposures and those underlying exposures either all belong to only one of the following subcategories or else they consist of a combination of residential loans referred to in point (i) and residential loans referred to in point (ii): (i) residential loans secured with a first-ranking mortgage granted to individuals for the acquisition of their main residence, provided that one of the two following conditions is met: — the loans in the pool meet on average the loan-to-value requirement laid down in point (i) of Article 129(1)(d) of Regulation (EU) No 575/2013 ([2]); — the national law of the Member State where the loans were originated provides for a loan-to-income limit on the amount that an obligor may borrow in a residential loan, and that Member State has notified this law to the Commission and EBA. The loan-to-income limit is calculated on the gross annual income of the obligor, taking into account the tax obligations and other commitments of the obligor and the risk of changes in the interest rates over the term of the loan. For each residential loan in the pool, the percentage of the obligor's gross income that may be spent to service the loan, including interest, principal and fee payments, does not exceed 45 %; (ii) fully guaranteed residential loans referred to in Article 129(1)(e) of Regulation (EU) No 575/2013, provided that the loans meet the collateralisation requirements laid down in that paragraph and the average loan-to-value requirement laid down in point (i) of Article 129(1)(d) of Regulation (EU) No 575/2013	6.2 Description of Loans The Loans are governed by Dutch law and have been granted to Dutch small and medium size enterprises as further set out in section 6.3 (Origination and Servicing under ING Bank's Risk Management Process) See also 7.3 Loan Criteria (16) each Receivable is categorised by ING as "mid-size corporates (retail)", "small and medium enterprises" or "small business finance" or, in each case, any similar categorisation by ING from time to time. each Borrower is a private enterprise (*particulier bedrijf*), government related company (*overheidsbedrijf*), a medical institution, an association, a foundation or a professional practitioner (*vrije beroepsoefenaar*);	(g)(iii) applies, *PCS notes that (g)(iii) applies and more than 80% of the borrowers are SME enterprises, also none of the loans is made to financial institutions.*	Yes ☒ No ☐

[2] Article 129(1)(d) of Regulation (EU) No 575/2013 refers to <<*(d) loans secured by:*
(i) residential property up to the lesser of the principal amount of the liens that are combined with any prior liens and 80 % of the value of the pledged properties; or
(ii) senior units issued by French Fonds Communs de Titrisation *or equivalent securitisation entities governed by the laws of a Member State securitising residential property exposures. In the event of such senior units being used as collateral, the special public supervision to protect bond holders as provided for in Article 52(4) of Directive 2009/65/EC shall ensure that the assets underlying such units shall, at any time while they are included in the cover pool be at least 90 % composed of residential mortgages that are combined with any prior liens up to the lesser of the principal amounts due under the units, the principal mounts of the liens, and 80 % of the value of the pledged properties, that the units qualify for the credit quality step 1 as set out in this Chapter and that such units do not exceed 10 % of the nominal amount of the outstanding issue.*>>

Legislative Text and LCR Criteria ([1])	Identifying Document and Checking Page Reference	Checking Comments	Criteria Fulfilled Yes / No
(iii) commercial loans, leases and credit facilities to undertakings established in a Member State to finance capital expenditures or business operations other than the acquisition or development of commercial real estate, provided that at least 80 % of the borrowers in the pool in terms of portfolio balance are small and medium- sized enterprises at the time of issuance of the securitisation, and none of the borrowers is an institution as defined in Article 4(1)(3) of Regulation (EU) No 575/2013; ([3]) (iv) auto loans and leases to borrowers or lessees established or resident in a Member State. For these purposes, auto loans and leases shall include loans or leases for the financing of motor vehicles or trailers as defined in points (11) and (12) of Article 3 of Directive 2007/46/EC of the European Parliament and of the Council, agricultural or forestry tractors as referred to in Regulation (EU) No 167/2013 of the European Parliament and of the Council, two-wheel motorcycles or powered tricycles as referred to in Regulation (EU) No 168/2013 of the European Parliament and of the Council or tracked vehicles as referred to in point (c) of Article 2(2) of Directive 2007/46/EC. ([4]) Such loans or leases may include ancillary insurance and service products or additional vehicle parts, and in the case of leases, the residual value of leased vehicles. All loans and leases in the pool shall be secured with a first-ranking charge or security over the vehicle or an appropriate guarantee in favour of the SSPE, such as a retention of title provision; (v) loans and credit facilities to individuals resident in a Member State for personal, family or household consumption purposes.	7.4 Replenishment Conditions Purchase of New Receivables (l) no new borrower can be included which is rated with the Governmental Related Entities Model. Portfolio Criteria (s) the aggregate then current Outstanding Principal Amount of the Loans of all Borrowers rated with the Governmental Related Entities Model is equal to or lower than 15 per cent. of the aggregate Outstanding Principal Amount of the Portfolio. See 7.2 Representations and Warranties The Seller will represent and warrant to the Issuer on (i) the Signing Date and the Closing Date with respect to the Loans and the Receivables and (ii) on the relevant date of completion		

[3] In particular: "institution" means a credit institution or an investment firm; 'credit institution' means an undertaking the business of which is to take deposits or other repayable funds from the public and to grant credits for its own account; and 'investment firm' means a person as defined in point (1) of Article 4(1) of Directive 2004/39/EC, which is subject to the requirements imposed by that Directive, excluding the following: (a) credit institutions; (b) local firms; (c) firms which are not authorised to provide the ancillary service referred to in point (1) of Section B of Annex I to Directive 2004/39/EC, which provide only one or more of the investment services and activities listed in points 1, 2, 4 and 5 of Section A of Annex I to that Directive, and which are not permitted to hold money or securities belonging to their clients and which for that reason may not at any time place themselves in debt with those clients.

[4] Directive 2007/46/EC of the European Parliament and of the Council of 5 September 2007 establishing a framework for the approval of motor vehicles and their trailers, and of systems, components and separate technical units intended for such vehicles (Framework Directive) (OJ L 263, 9.10.2007, p. 1). Regulation (EU) No 167/2013 of the European Parliament and of the Council of 5 February 2013 on the approval and market surveillance of agricultural and forestry vehicles (OJ L 60, 2.3.2013, p. 1). Regulation (EU) No 168/2013 of the European Parliament and of the Council of 15 January 2013 on the approval and market surveillance of two- or three-wheel vehicles and quadricycles (OJ L 60, 2.3.2013, p. 52).';

	Legislative Text and LCR Criteria (1)	Identifying Document and Checking Page Reference	Checking Comments	Criteria Fulfilled Yes / No
		of the sale and assignment of New Receivables to be sold and assigned by it to the Issuer, inter alia, that: (x) none of the Borrowers is a financial institution		
4	10. The underlying exposures shall not have been originated by the credit institution holding the securitisation position in its liquidity buffer, its subsidiary, its parent undertaking, a subsidiary of its parent undertaking or any other undertaking closely linked with that credit institution.		The investor should confirm that it is not a group entity of the Originator to meet this point. We have ticked this point positive but ultimately it is the investors responsibility to confirm.	Yes ☒ No ☐
5	11. The issue size of the tranche shall be at least EUR 100 million (or the equivalent amount in domestic currency).	The final prospectus confirms the sizes of 500 million and 4.8bn on the cover page.	The size of the Class A1, Class A2 Notes shall be at least EUR 100 million (or the equivalent amount in domestic currency). *The sizes of the senior Classes A1and A2 Notes are 500 million and 4.8bn, respectively, as indicated in the Prospectus.*	Yes ☒ No ☐
6	12. The remaining weighted average life of the tranche shall be 5 years or less, which shall be calculated using the lower of either the transaction's pricing prepayment assumption or a 20 % constant prepayment rate, for which the credit institution shall assume that the call is exercised on the first permitted call date.	See Liability Cash Flow Model. Classes A1 and A2 comply with this criterion and have a WAL of five years.	*ING has used the Prepayment assumption of 8.06%. PCS has been provided with the liability cash flow model which contains the WAL calculations. According to*	Yes ☒ No ☐

	Legislative Text and LCR Criteria ([1])	Identifying Document and Checking Page Reference	Checking Comments	Criteria Fulfilled Yes / No
			these, the WAL of the A1 and A2 Classes are below 5 years and the A3 class has a WAL above 5 years in all prepayment scenarios.	
7	13. The originator of the exposures underlying the securitisation shall be an institution as defined in Article 4(3) of Regulation (EU) No 575/2013 or an undertaking whose principal activity is to pursue one or more of the activities listed in points 2 to 12 and point 15 of Annex I to Directive 2013/36/EU.			Yes ☒ No ☐
8	Article 37 Transitional provision for securitisations backed by residential loans 1. By derogation from Article 13, securitisations issued before 1 October 2015, where the underlying exposures are residential loans as referred to in point (g)(i) of Article 13(2), shall qualify as Level 2B assets if they meet all the requirements set out in Article 13 other than the loan-to-value or loan-to-income requirements set out in that point (g)(i) of Article 13(2). 2. By derogation from Article 13, securitisations issued after 1 October 2015, where the underlying exposures are residential loans as referred to in point (g)(i) of Article 13(2) that do not meet the average loan-to-value or the loan-to-income requirements set out in that point, shall qualify as Level 2B assets until 1 October 2025, provided that the underlying exposures include residential loans that were not subject to a national law regulating loan-to-income limits at the time they were granted and such residential loans were granted at any time prior to 1 October 2015.		Points 1 and 2 are not applicable.	Yes ☐ No ☐ N/A ☒