

Marzio Finance S.r.l. – Series 12-2023

Italian Consumer CQS ABS


 Scope
Ratings

Ratings

Series	Rating	Notional (EUR m)	Notional (% assets)	CE ¹ (% assets)	Coupon	Final maturity
Class A	(P) AAA _{SF}	290.2	81.0	19.4	1mE + [•]	February 2048
Class J	NR	68.0 ²	19.0	0.0	Variable	February 2048
Total notes		358.2				

Scope's analysis is based on the portfolio dated 31 August 2023 provided by the originator. Scope's Structured Finance Ratings constitute an opinion about relative credit risks and reflect the expected loss associated with the payments contractually promised by an instrument on a particular payment date or by its legal maturity. See Scope's website for the [SF Rating Definitions](#).

The preliminary rating relies on information available to Scope up to 11 September 2023. Final rating will be conditional on the review of final versions of all transaction documents and legal opinions. Final ratings may deviate from preliminary ratings.

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Related Research

Marzio Finance S.r.l.
Performance snapshot

Transaction details

Purpose	Liquidity/funding
Issuer	Marzio Finance S.r.l.
Originator, Servicer, Calculation Agent, Cash Manager, Collection Account Bank and Corporate Servicer	IBL Banca S.p.A. (IBL Banca or IBL)
Master Servicer	IBL Servicing S.p.A. (IBL Servicing)
Transaction bank, Principal Paying Agent and Investment Account Bank	Citibank N.A., Milan Branch and London Branch
Back-up Servicer and Back-up Calculation Agent	Zenith Service S.p.A. (Zenith)
Representative of the Noteholders	Banca Finanziaria Internazionale S.p.A.
Issue date	[29] September 2023
Swap counterparty	Crédit Agricole Corporate and Investment Bank
Payment frequency	Monthly, 28 th day of each month

The transaction (Series 12-2023) is IBL Banca's 12th true-sale static securitisation of Italian payroll-deductible loans ('cessione del quinto dello stipendio' or CQS³), under the Marzio Finance S.r.l. programme. The notes are backed by a EUR 348.9m portfolio of CQS loans comprising 'cessione del quinto' (86.3%) and 'delegazione di pagamento' (13.7%) loans extended either to employees working for the public administration (20.5%), the central state administration (25.6%) or private sector (13.5%), or to pensioners (40.4%). The portfolio is highly granular and has a weighted average seasoning of 2.5 years. All the underlying loans are insured against life events, whilst 60.4% are insured against employment events. Regional concentration in Italy is as follows: north (30.7%), centre (29.6%) and south (39.7%).

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Bloomberg: RESP SCOP

¹ Including a EUR 2.2m liquidity reserve and a EUR 6.1m additional reserve.

² Class J funds a portion of the portfolio (EUR 59.7m) as of the closing date, but also the liquidity reserve and the additional reserve, which is included in this figure.

³ In Italy, CQS is used as an abbreviation for 'cessione del quinto dello stipendio'. In the context of this transaction, we use this term to refer to 'cessione del quinto' (CDQ) loans, extended to employees or pensioners, and to 'delegazione di pagamento' (DP) loans.



Rating rationale (summary)

The rating reflects: i) the legal and financial structure of the transaction; ii) the quality of the underlying collateral; iii) the insurance protection against life and employment events; iv) the ability of the counterparties listed in page 1.

The rating is mainly driven by i) the securitised portfolio's characteristics and its expected performance; and ii) the pool of insurance companies covering life or employment events. The rating also incorporates our positive assessment of the servicer's abilities and incentives. We considered Italian sovereign risk by assessing the impact on the rating of a distress scenario affecting the government of Italy and the associated loss severity for the securitised assets.

Class A is supported by 19.4% of credit enhancement and benefits from the structural protection provided by sequential principal amortisation. A liquidity reserve and an additional reserve provide liquidity and credit protection to the class A notes.

IBL Banca performs several key roles, including originator, servicer, calculation agent and collection account bank. Operational risk is mitigated by the appointment of Zenith as back-up servicer and back-up calculation agent.

Rating drivers and mitigants

Positive rating drivers

Experienced originator. IBL Banca is one of the most experienced CQS loan originators in Italy and its loan book has performed above-average.

Low historical losses of the underlying asset type. CQS loans generally incur lower losses than standard unsecured consumer loans, primarily because the loans are fully insured and instalments are withheld by the borrower's employer and paid directly to the lender.

Liquidity and credit protection. A fully funded liquidity reserve (EUR 2.2m at closing) will provide liquidity protection to the class A during the life of the transaction. An additional reserve (EUR 6.1m at closing) will provide liquidity support and ongoing credit protection to the class A. Both reserves can be utilised to repay the class A notes at maturity.

Static portfolio. The transaction is static, reducing the risk of performance volatility compared to revolving transactions.

Negative rating drivers and mitigants

Public sector concentration. Most of the portfolio is exposed to the public sector (86.5% at closing date). Public sector borrowers normally have lower default rates than those in the private sector, but their high share in the portfolio makes the transaction more exposed to sovereign risk. Our analysis incorporates a sovereign stress event.

Insurance company concentration. At closing date, the top two life insurance companies account for 51.3% of the total portfolio while the top two insurance companies covering employment events account for 34.5% of the non-retired pool. A failure by these insurers to honor obligations would negatively impact the portfolio recovery rate. Our analysis incorporates this risk.

Commingling risk. Commingling risk is mitigated by: i) a daily sweep of collections to the issuer's account; and ii) instructions to borrowers to redirect payments to the issuer's account in the event of a servicer disruption. However, as most employers pay by bank transfer, the redirection of payments may take longer than for a standard unsecured loan portfolio.

Upside rating-change drivers

Downside rating-change drivers

Significant deterioration in the credit profile of the insurance companies leading to lower rating-conditional recovery rate assumptions could negatively impact the rating.

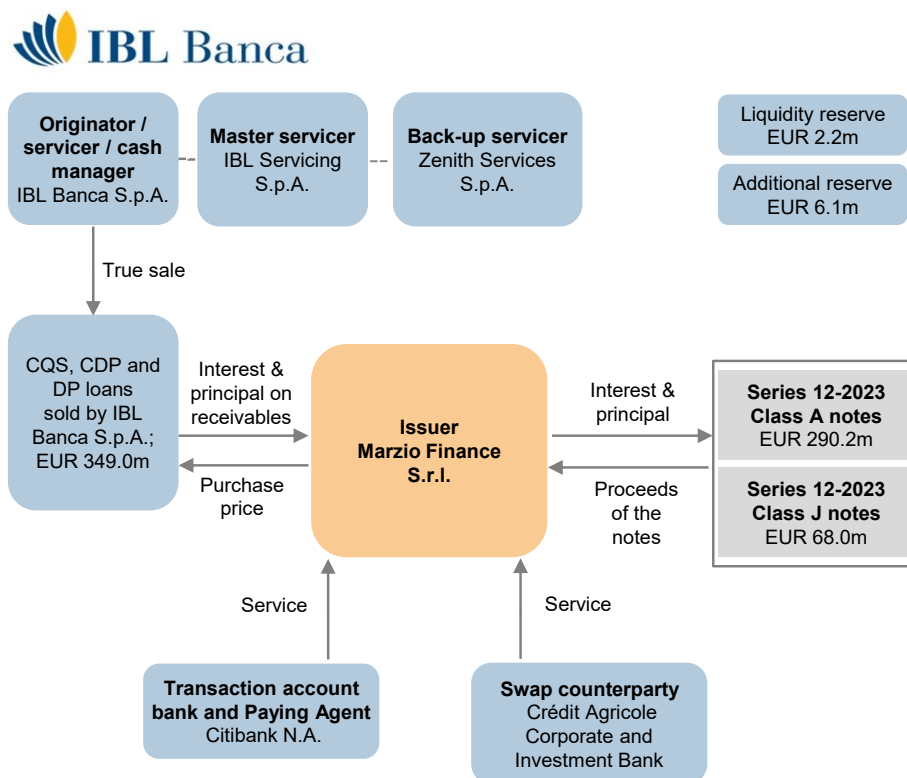
Decline in the pool's overall performance versus our initial expectations or a significant rating downgrade of Italy could also have a negative effect.

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1. Transaction summary

Figure 1: Simplified transaction diagram



Source: Transaction documents and Scope

Marzio Finance S.r.l. has established a EUR 10bn securitisation programme of notes backed by CQS loans extended to borrowers in Italy and originated by IBL Banca. CQS loans are collateralised by the debtor's salary or pension and, in most cases, by any accrued severance amount (i.e. 'trattamento di fine rapporto' or TFR).

The programme permits the issuance of several series of notes. Each series is structured as an independent transaction, with no cross-collateralisation, for the purpose of financing the purchase of a static portfolio of receivables originated by IBL Banca. The capital structure, cash reserve level and notes' interest rates may differ among the series.

The transaction (Series 12-2023) will be the 12th true-sale securitisation under the programme. It is backed by a EUR 349.0m⁴ static portfolio of CQS loans.

2. Macroeconomic environment

The Italian economy grew robustly by 7.0% in 2021 and 3.7% in 2022, outperforming the euro area. Private consumption was the main driver – underpinned by households' savings and government support measures – together with a strong investment activity. Domestic demand continued to support robust economic growth in Q1 2023 (0.6% QoQ), underpinning our expectations of 1.2% growth for the year, which is however subject to downside risks, especially after the recent data release pointing to a 0.3% QoQ contraction in Q2. For 2024, we expect annual growth at 0.8%, balancing resilient consumption and an improving contribution from net exports with the expected drag on growth from higher interest rates.

Series 12-2023 will be IBL Banca's 12th issuance under the Marzio Finance programme

⁴ The portfolio purchase price will be EUR 349.8m including accrued and unpaid interest, while the portfolio outstanding amount is EUR 349.0m.

Over the medium-run, we expect growth to converge towards a moderate potential of just 1%, constrained by low productivity growth and a declining working-age population. An efficient implementation of public investments and reforms related to the NGEU programme provides potential upside to our growth estimate, but execution delays remain a key downside risk.

HICP inflation peaked at 12.6% YoY in November 2022 and averaged 8.7% over the past year. With declining energy and food prices, headline inflation fell to 5.5% YoY in August 2023. Core inflation is also declining, though remains high, at 5.0%, signalling broad based price pressures. We expect headline inflation to continue declining to an annual rate of 6.5% this year and 3% in 2024. The ECB has accelerated monetary tightening, raising its policy rate to 3.75% in July 2023 and continuing with the gradual shrinking of its balance sheet. Still, the ECB's ability to apply flexibility to reinvestments under the PEPP and the announced Transmission Protection Instrument should maintain stable financing conditions for Italy even under scenarios of heightened market volatility.

The labour market has proved resilient to the recent crises, reflecting some structural improvements. The employment rate was still close to record high level in July 2023 (61.3%), while the unemployment rate was low at 7.6%, though some signs of cyclical deterioration are visible. Also structural bottlenecks remain, which still result in an employment rate almost 10pp below that of euro area peers, as well as in high inactivity and youth unemployment.

Italy's sovereign bond market has adjusted fairly well to the tightening in monetary policy. The government has so far succeeded in preserving confidence through a prudent approach to fiscal policy, while domestic investors have supported demand in debt capital markets. The debt-to GDP ratio is expected to decline gradually towards 140% of GDP in the coming years (from 144.4% in 2022), driven by robust nominal growth and a budget deficit gradually declining to 3% of GDP, from 4.5% expected this year. A significantly rising interest burden and mounting fiscal pressure from an ageing population will, nevertheless, challenge the capacity of the government to achieve necessary primary budget surpluses in the medium run. Over the longer term, Italy's elevated debt burden and funding requirements remain, together with a modest growth potential, the core challenges for the rating.

3. Originator and seller

IBL Banca is the parent company of the IBL banking group, whose fully owned subsidiaries manage the services, real estate and distribution of insurance for the entire group. IBL is a specialised lender that offers personal finance loans to individuals, particularly Italian CQS loans. As of December 2022, the group was a market leader in Italy for CQS, with a solid 16.2% market share and about 205,000 loans under management. IBL also offers savings and insurance products, and payment cards.

IBL's distribution model comprises 54 branches. The bank also has a broker network of 82 agents, promoters and intermediaries, as well as an online channel.

Historically, IBL has operated an originate-to-distribute model, largely due to limited financial resources. After obtaining a banking licence in 2004 and acquiring 30 CitiFinancial branches, IBL started to raise funds through deposits. This gave the bank the ability to transition to a more balance sheet-intensive model, allowing it to reach an asset size of around EUR 7.7bn at end-2022.

IBL Banca: market share for CQS loans is 16.2%

3.1. Sanctioning and underwriting

The originator's credit scoring system uses both internal and external information. All credit approvals and underwriting are handled internally. The broker network originates half of the loans.

The underwriting process is mainly focused on the borrower's employer, given the nature of payroll-deductible loans. The loan applicant must also satisfy all quantitative and qualitative requirements. The credit department's tasks include ascertaining whether the employer meets certain size, legal, capital and performance requirements, using internal databases and external credit bureaus as its main sources of information. A specialised outsourcer helps with the assessment of loan applications, focusing on fraud risk, creditworthiness and the existence of any outstanding default exposures.

Loans are disbursed upon the receipt of insurance coverage and acceptance of the payment delegation by the employer or pension provider.

3.2. Servicing and recovery

IBL Banca is the transaction's servicer, and IBL Servicing is the master servicer. IBL's Banca management of collections and non-performing loans is adequate in our view, involving a reasonably proactive and diligent approach.

The management of collections is performed in Rome by a dedicated team of 13 employees. Collections are mostly paid via bank transfer and portfolio performance is monitored daily for delinquent payments.

When a loan becomes delinquent, the credit monitoring department contacts both the borrower and the employer within 90 days via phone and email to solicit the payments. If the contract is still delinquent after 90 days and insurance is yet to be claimed, it is sent to an external supplier for another 90 days. After 180 days, a written notice is sent to both the borrower and the employer. IBL considers starting legal proceedings within 30 days unless the borrower or the employer has cured its position.

In cases of life and employment events, the credit monitoring department classifies the loans as 'subject to claim' as soon as it receives the death certificate (for life events) or verifies the nature of unemployment (for employment events). For the latter, IBL contacts the employer, asking them to cover the residual debt (partially or in full) with the borrower's accrued severance indemnity. The remaining claim is settled by the insurance company once the relevant documents are received.

4. Asset analysis

The expected securitised portfolio is a granular pool of CQS loans granted either to Italian public or private sector employees, or to pensioners. A sub-pool of the portfolio is comprised of 'delegazione di pagamento' (DP) loans, which are also payroll-deductible but have slightly different characteristics to 'cessione del quinto' (CDQ) loans, as explained below.

4.1. Payroll-deductible loans: CDQ and DP loans

Payroll-deductible loans offer additional protection and are different from standard consumer loans in two key respects: i) monthly instalments are paid directly to the lender by the employer or pension provider after being deducted from the obligor's monthly salary or pension; and ii) loans are insured for job-loss and life-event risks. CQS portfolios are exposed directly to employers, pension providers and insurance companies. Our analysis accounts for these risks.

4.1.1. CDQ loans

Loan instalments cannot exceed 20% of the borrower's total net salary or pension and are deducted directly from the salary or pension by the employer or pension provider. For private employees, the loans are also generally collateralised by a pledge on the debtor's accrued TFR. CDQ loans typically have an original term of 10 years, pay a fixed rate and cannot be refinanced until two-fifths of the loan has been repaid.

4.1.2. DP loans

DP loans are typically granted to borrowers that already have an outstanding CDQ loan. The addition of a DP loan can mean a total monthly instalment of up to 50% of the borrower's net income. DP loans are subordinated to CDQ loans, but this risk is partly mitigated by the originator's familiarity with the existing borrower before a loan is authorised. More detail on CQS loans is contained in our [Consumer and Auto ABS Rating Methodology](#).

4.2. Securitised assets

The EUR 349.0m portfolio as of 31 August 2023 comprises CDQ (86.3%) and DP (13.7%) loans extended either to employees working for the public administration (20.5%), the central state administration (25.6%) or private sector (13.5%), or to pensioners (40.4%). Compared with IBL Banca's total loan book, the portfolio benefits from positive selection as eligibility criteria exclude, among others, exposures with more than two instalments due and unpaid.

Figure 2: Portfolio Stratification Table*

Portfolio Summary	Number	% outstanding balance
Number of loans	23,262	
Number of debtors	22,565	
Original outstanding principal due (EUR)	472,081,807	
Average original outstanding principal due (EUR)	20,294	
Total outstanding principal not yet due (EUR)	348,851,042	
Total outstanding principal (EUR)	348,987,634	
<i>of which:</i>		
Salary assignment	301,063,625	86.27%
Payment delegation	47,924,009	13.73%
Weighted average interest rate	5.57	
Weighted average original term (years)	9.37	
Weighted average residual life (years)	6.91	
Longest maturity date	31-08-2032	
Top debtor outstanding balance	64,014	0.02%
Top employer outstanding balance (excluding MEF and INPS)	8,990,571	2.58%
<i>Type of employer</i>		
Pensioners	141,080,514	40.43%
Private companies	47,262,994	13.54%
Central state administration	89,193,578	25.56%
Public administration **	71,450,546	20.47%
<i>Geographical distribution (employer)</i>		
Northern Italy	107,014,936	30.66%
Central Italy	103,370,773	29.62%
Southern Italy	138,601,925	39.72%

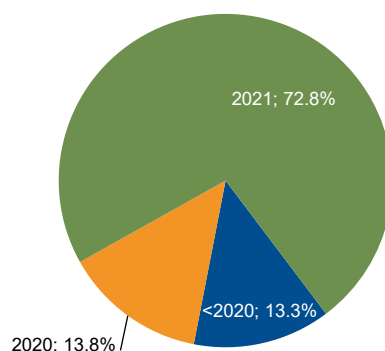
* based on the total outstanding principal.

** public, post offices and railway companies.

Source: IBL Banca

The current loan portfolio is composed of loans mostly originated between 2020-2022 (86.7%). No loans have been originated before 2018. All loans have at least one instalment paid. Around 61.8% of the loans will mature between 2030 and 2032, while the remainder of the portfolio (21.1%) will mature between 2026 and 2028.

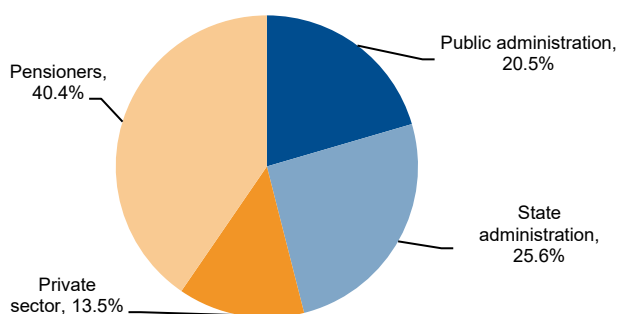
Figure 3: Distribution by loan origination year, % of number of loans



Source: IBL Banca, Scope

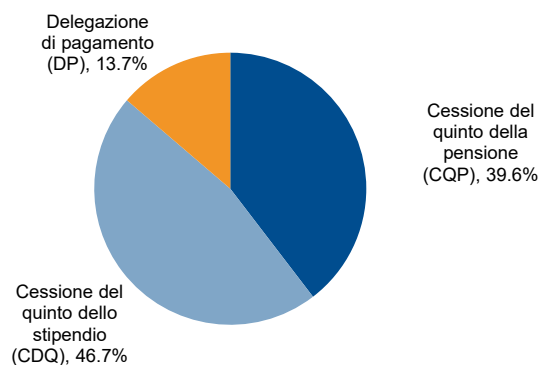
All loans in the pool are amortising and pay monthly instalments. The loans are fixed rate loans, with a weighted average yield of 5.6%. At the loan level, the minimum interest rate is 3.5%.

Figure 4: Distribution by employer type, % of outstanding balance



Source: IBL Banca, Scope

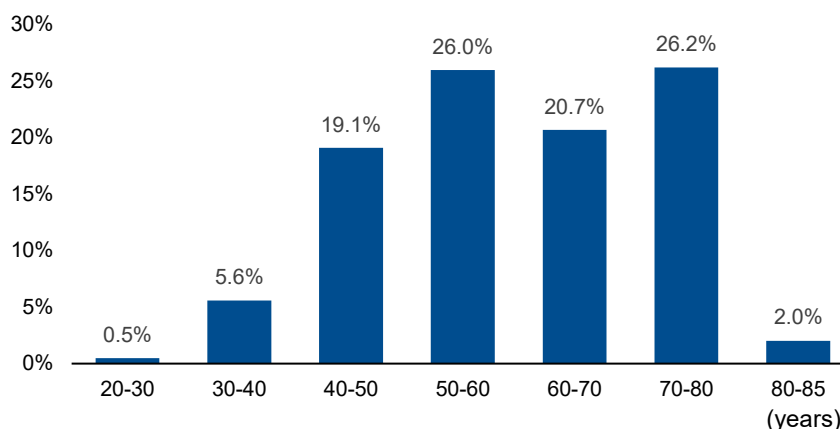
Figure 5: Distribution by loan type, % of outstanding balance



Source: IBL Banca, Scope

The pool is highly granular with the top one and top 10 borrowers accounting for 0.02% and 0.17%, respectively. 86.5% of the initial portfolio are borrowers receiving state salaries or pensions. The two largest paying entities are the national social welfare institution (Istituto Nazionale della Previdenza Sociale) and the ministry of finance (Ragioneria Territoriale Stato), with exposures of 39.8% and 14.3%, respectively. Our analysis accounts for the sovereign risk by incorporating a sovereign stress event.

Figure 6: Distribution by borrower age, % of the outstanding balance



Source: IBL Banca, Scope

4.2.1 Insurance coverage

All underlying loans extended to public and private sector employees are insured against both life events and employment events. All loans extended to pensioners are insured against life events. Insurance coverage on the pool has an inverse-Herfindahl score of 5.6. Net Insurance Life S.p.A. is the insurer with the largest exposure covering both life events (30.6%) and employment events (21.3%). The composition is similar to that in previous Marzio series. Based on the portfolio's composition, we analysed the effect of a deterioration in the insurance companies' credit quality.

Figure 7: Distribution of insurance companies covering life events, % of the outstanding balance

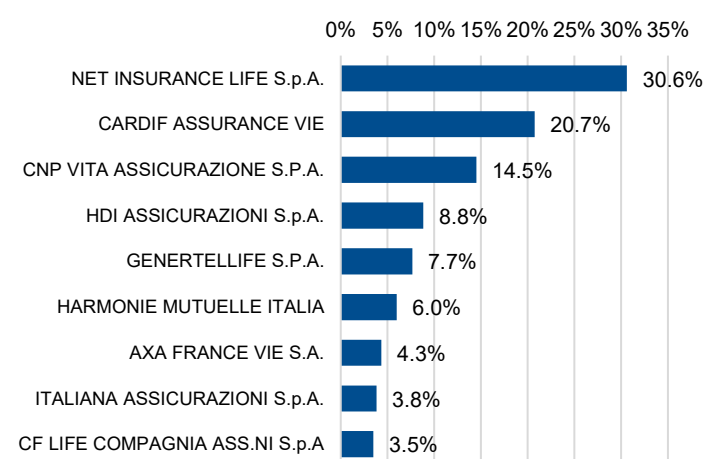
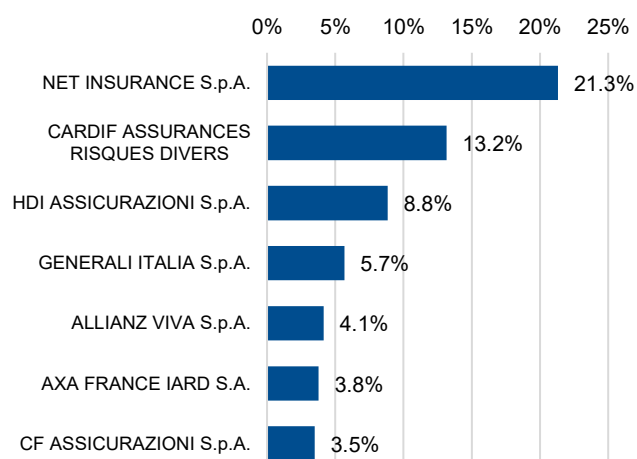


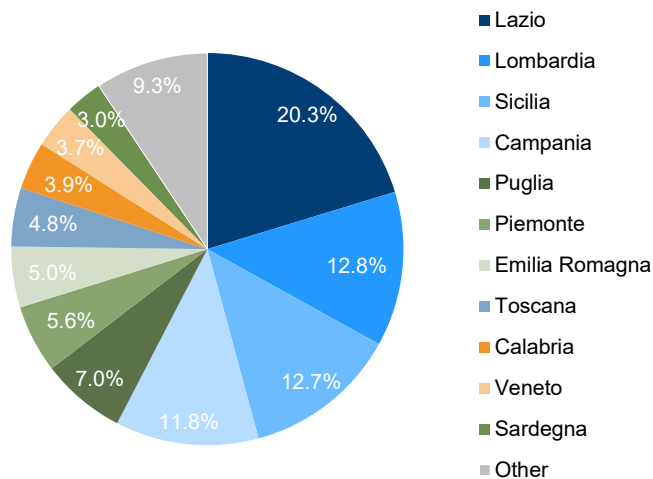
Figure 8: Distribution of insurance companies covering employment events, % of the outstanding balance



Source: IBL Banca, Scope

The portfolio is mainly concentrated in southern (39.7%) and northern (30.7%) regions of Italy, a common feature among Italian CQS portfolios. Borrowers in central regions account for 29.6% of the portfolio.

Figure 9: Distribution by region, % of the outstanding balance



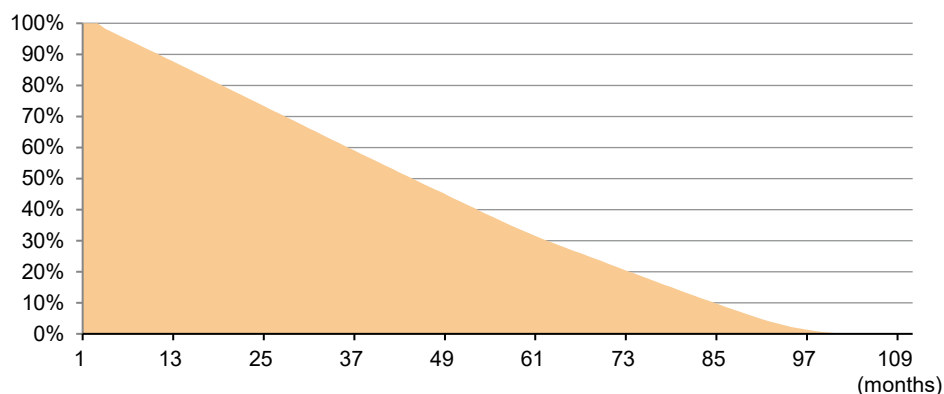
Source: IBL Banca, Scope

4.3. Amortisation profile

The projected amortisation profile reflects the amortisation scheme of the underlying assets. Figure 10 shows the amortisation of the pool assuming 0% rates of prepayment and default. However, amortisation could be extended if payments were suspended due to salary or pension reductions or if an employee took temporary leave (e.g. maternity leave). Suspended payments would then be moved to the end of the original amortisation plan. Prepayment of the loans could also accelerate amortisation.

Suspended payments could prolong amortisation

Figure 10: Projected portfolio amortisation profile



Source: IBL Banca, Scope

4.4. Portfolio assumptions

We derived default rate and recovery rate assumptions based on vintage data provided by IBL Banca, in the context of Marzio series, for IBL Banca's loan book (2008 – 2023), representative of the securitised portfolio and segmented by type of default (delinquency, life event and employment event) and employer type (public administration, state administration, private sector and pensioner). Historical data provided by the originator is shown in Appendix II.

Historical data does not reflect sovereign crisis scenarios, which, while rare, could prove highly severe. We incorporated sovereign risk as explained in section 8.

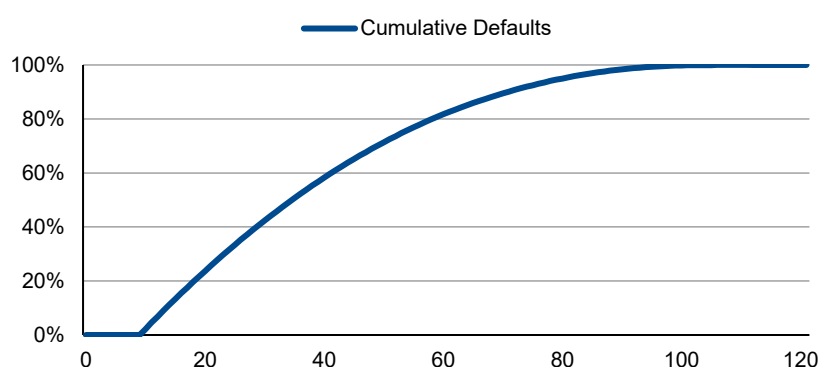
Figure 11: Portfolio assumptions

	Portfolio
Mean default rate	7.0%
Coefficient of variation	40.0%
Base case recovery rate	80.0%
AAA rating-conditional recovery rate	45.1%
Recovery timing	50% after one year, 20% after two years, 20% after three years and 10% after four years
Low constant prepayment rate	0.0%
High constant prepayment rate	5.0% for the first year 25.0%, for the second and third year 10.0%, thereafter
Portfolio weighted-average yield	4.8%

4.4.1. Portfolio defaults

We assumed an inverse Gaussian default distribution, with a mean default rate of 7.0% and a coefficient of variation of 40%. In the transaction, a default occurs if either: i) a loan is eight months delinquent; ii) a loan is declared defaulted by the servicer ('in sofferenza'); iii) a life event occurs; or iv) an employment event occurs. We assumed a front-loaded default term structure with defaults starting after eight months. The cumulative default-timing assumptions are shown in Figure 12 and represent the assumed default timing for the pool. Mean default rate and default-timing assumptions also reflect the current seasoning and amortisation of the pool.

Figure 12: Cumulative default-timing assumption



Source: Scope

4.4.2. Loan recovery rate analysis

We calculated rating-conditional recovery rate assumptions by taking the weighted average of two recovery rates: i) an 80% recovery rate in a scenario where the insurance company does not default (RR1); and ii) a 20.0% recovery rate in the event of insurance default (RR2) after applying a rating-conditional haircut of 40%. The weights applied to RR1 and RR2 reflect the default probability of the pool of insurance companies, assuming a 20% asset correlation between insurers. For the class A notes specifically, we have assumed that the pool of insurance companies will default with a probability of 51.3%.

Figure 13: Rating-conditional recovery rate assumptions

B	BB	BBB	A	AA	AAA
80.0%	61.2%	60.7%	57.7%	50.1%	45.1%

Source: Scope

Further details on how we calculate rating-conditional recovery rates in CQS transactions can be found in the [Consumer and Auto ABS Rating Methodology](#).

We give credit to recoveries from insurance pay-outs and other sources of recoveries

Recoveries stem from a combination of three sources: insurance pay-outs, the pledged TFR amount and borrower collections. Figure 14 below shows the proportion of IBL Banca's historical recoveries on defaulted loans from these three sources. The 80% RR1 calculation is derived from vintage data, which incorporates all three recovery sources. The 20% RR2 calculation represents expected recoveries in the absence of insurance pay-outs and ultimately reflects the borrower's credit quality.

Figure 14: Sources of CQS recoveries (2018 - 2023, average)

Insurance	TFR	Borrower
65.9%	1.6%	32.7%

Source: IBL Banca, Scope

Additionally, the recovery vintage data shows that most recoveries are received in the first four years after default. Therefore, the portfolio recovery timing, derived from the corresponding recovery vintage data, was estimated at 50% after one year, 20% after two years, 20% after three years and the remaining 10% after four years.

4.4.3. Constant prepayment rate

We used two constant prepayment scenarios to test the structure's reliance on excess spread: i) a constant prepayment rate assumed at 0%; and ii) the rate assumed at 5% for the first year, 25% for the second and third year and 10% thereafter. These assumptions reflect historical data, which show that prepayment rates spike four years after origination as borrowers can refinance once they have repaid at least 40% of the initial loan balance.

We expect a spike of the prepayment rate between the fourth and the fifth year of the transaction

4.4.4. Excess spread

Excess spread will be available to cure undercollateralisation arising from portfolio defaults. Excess spread will also be trapped under certain trigger conditions (see Figure 18).

Available excess spread will depend on several factors including senior fees, the default rate and the prepayment rate. We assumed a stressed portfolio weighted average yield of 4.8%, assuming 25% of the highest-yielding loans will either default or prepay. This resulted in a portfolio yield compression of 0.77pp on the 5.57% original weighted average interest rate of the receivables.

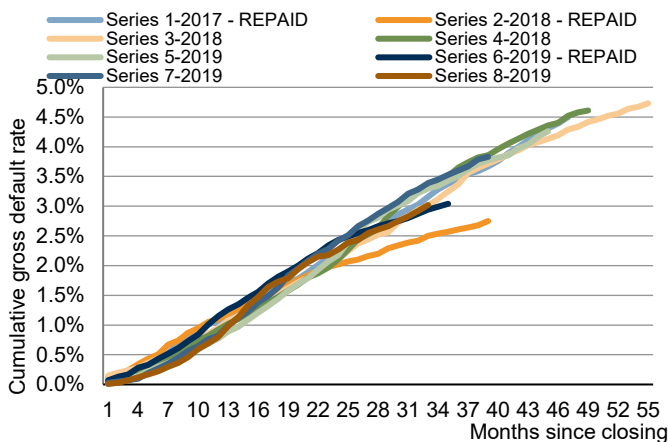
Transaction benefits from a 2.4% estimated excess spread

Excess spread is estimated at 2.4% after deducting liability costs and stressed annual fees of 1.0%.

4.4.5. Performance of outstanding series

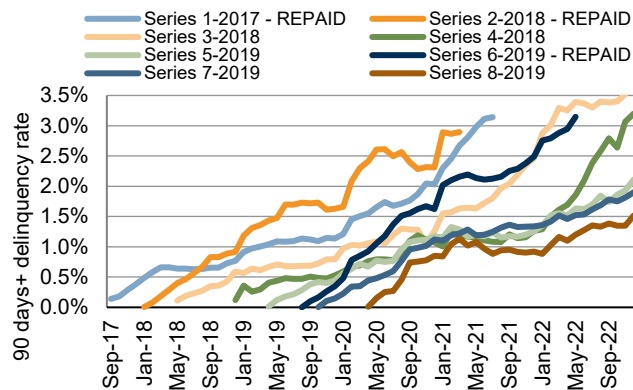
The performance of the outstanding series issued under the Marzio Finance programme are shown in Figures 15, 16 and 17. The observed default and dynamic delinquency ratios may depend on factors such as the exposure to the public and private segments. The performance of the outstanding series is in line with our expectations at closing.

Figure 15: Cumulative gross defaults, % of original balance



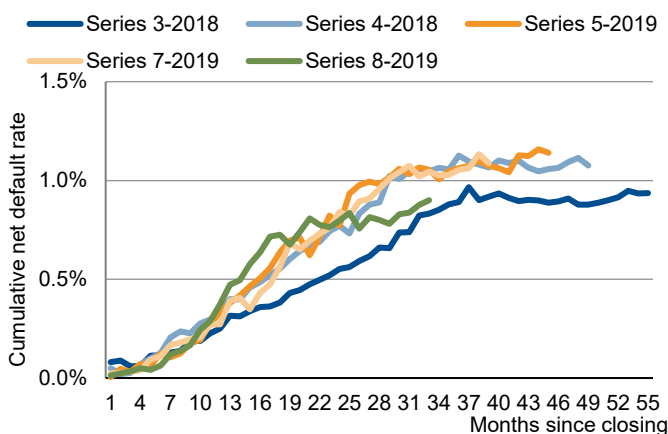
Source: Scope, servicer reports

Figure 16: 90 days+ delinquencies, % of current balance



Source: Scope, servicer reports

Figure 17: Cumulative net defaults, % of original balance



Source: Scope, servicer reports

Combined priority of payments is the main protection against payment interruption, along with the liquidity reserve

5. Financial structure

5.1. Capital structure

The class A issuance proceeds and part of the class J proceeds will be used to purchase the portfolio of receivables. The residual part of the class J notes finance both the liquidity reserve and the additional reserve. The structure is fully sequential.

5.2. Priority of payments

The structure features a single priority of payments under which principal collections from the assets can be used to cover any interest shortfall on the notes, reducing the risk of a missed interest payment. Figure 18 details the transaction's pre-enforcement priority of payments.

If, on any payment date, the cumulative portfolio net default ratio exceeds 3% of the initial outstanding balance, remaining cash will be trapped at item 9 in the simplified pre-enforcement priority of payments (see Figure 18). Those funds would then be available in the next payment period to cover any shortfall on items 1-8.

Figure 18: Simplified priority of payments and available funds

Pre-enforcement priority of payments	
Available funds	Collections and recoveries from receivables, the management fee prepayment amount, the liquidity reserve and the additional reserve
	<ol style="list-style-type: none"> 1) Taxes, senior costs (ordinary and extraordinary, including servicer fee, even if this has been replaced) 2) Payment to the swap counterparty 3) Class A interest 4) Replenish liquidity reserve to required balance 5) Class A principal up to target redemption amount (see section 5.5) 6) Replenish additional reserve to required balance 7) Termination payment to the swap counterparty (if any) 8) Adjustment of purchase price and indemnity due and payable to originator 9) Cash trapping (if cash trapping condition is satisfied) (see section 5.3.3) 10) Remuneration on class J 11) Class J principal (if class A redeemed in full) up to target redemption amount 12) Additional remuneration on class J

Source: Transaction documents and Scope

Fully funded reserves provide
2.5% of credit enhancement

5.3. Liquidity reserve, additional reserve and cash trapping

The liquidity reserve and additional reserve will be fully funded at closing with part of the class J issuance proceeds.

5.3.1. Liquidity reserve

At closing, the liquidity reserve will be equal to 0.75% of the initial class A balance (EUR 2.2m).

During the life of the transaction, if class A outstanding balance is above 50% of the initial balance, the reserve will be equal to 0.75% of the initial class A balance; otherwise it will be the higher of 1.5% of outstanding class A principal and 0.50% of the initial class A balance.

The liquidity reserve will provide liquidity protection to the class A notes during the life of the transaction and can be used to repay the notes' principal at maturity.

5.3.2. Additional reserve

At closing, the additional reserve will be equal to 1.75% of the initial pool balance (EUR 6.1m).

During the life of the transaction, the additional reserve will amortise to the higher of 1.75% of the current pool balance and 1% of the initial pool balance. The additional reserve will provide liquidity and credit protection to the class A notes.

The aggregate amount of the liquidity reserve and the additional reserve can cover senior costs and interest on the class A notes for around 7 monthly payment dates, as per our assumptions.

5.3.3. Cash trapping

Cash trapping enhances protection for class A investors. If net defaults increase over 3%, any remaining available funds after item 8 of the simplified priority of payments will be transferred to the issuer's account and will become available to the issuer in the next interest payment date.

**Limited exposure to
management fee set-off****5.4. Management fee reserve**

If a loan prepayment is made, the borrower is entitled to set off management fees paid upfront but not yet due, which reduces outstanding instalments. For most loans in the portfolio, however, management fees are paid with each instalment, not upfront. Therefore, set-off risk is limited.

The management fee reserve will be funded at closing to cover this set-off risk. At each payment date, this reserve's targeted amount is 25% of the outstanding management fee exposure. The repayment to the originator of the amortised portion of the management fee reserve will be made at each payment date, outside of the priority of payments.

In addition, the originator has committed to cover any set-off amount not covered by the set off reserve.

5.5. Amortisation and provisioning

The strict sequential amortisation protects senior noteholders in times of stress.

The transaction structure benefits from an implicit principal-deficiency ledger mechanism since the notes amortise up to a target redemption amount. The target redemption amount is defined, on each payment date, as the difference between the notes' outstanding amount and the outstanding performing collateral portfolio (reduced by the amounts of the liquidity and additional reserves). As a consequence, the excess spread will be used to cover defaults before being distributed as additional remuneration to junior noteholders.

We believe that the cash-trapping mechanism (item 9 in the simplified pre-enforcement waterfall above) would provide only limited support in high-default scenarios as excess cash will already have been used up by higher-ranking items in the priority of payments.

**Adequate hedging of interest
rate risk****5.6. Interest rate risk**

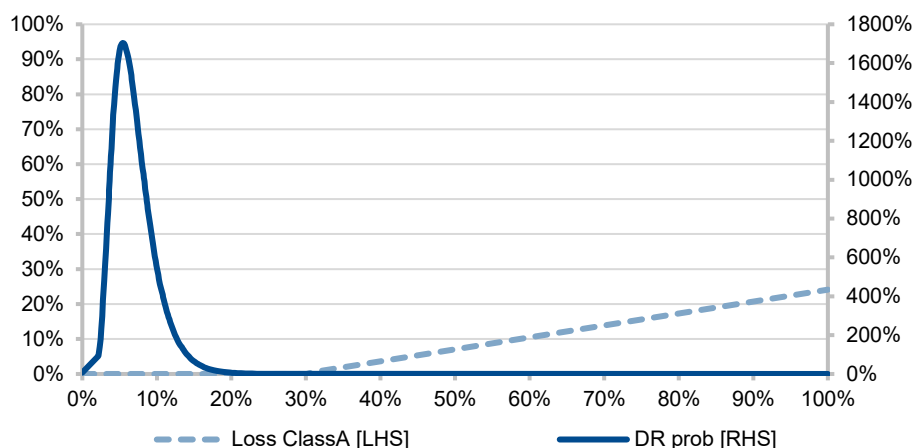
The class A notes pay one-month Euribor plus a margin, while the loan portfolio pays a fixed rate. To hedge interest rate risk, the issuer will enter into a fixed-floating interest rate swap with Crédit Agricole Corporate and Investment Bank. Under the terms of the swap, the issuer will pay a fixed rate of [•], while the swap counterparty will pay one-month Euribor on the notes plus [•]. The swap notional will be the minimum between the class A outstanding balance and the performing portfolio balance (outstanding portfolio, excluding any defaulted receivables and any receivables for which the originator has made any indemnity payment).

**We used a bespoke cash flow
analysis****6. Quantitative analysis**

Our cash flow analysis considered the portfolio's characteristics and the transaction's main structural features. We applied our large homogenous portfolio approximation approach when analysing the granular collateral pool and projecting cash flows over its amortisation period. The cash flow analysis considers an inverse Gaussian default distribution to calculate the expected loss and the expected weighted average life of the rated tranche.

Figure 19 shows the losses of the class A notes at all portfolio default rates. The chart shows how credit enhancement, recovery proceeds, and excess spread protect the notes. The results in Figure 19 consider a 0.70% reduction in the portfolio balance to account for commingling risk.

Figure 19: Cash flow results for base case mean default rate, coefficient of variation and rating-conditional recovery rate



Note: The probabilities displayed on the right-hand side axis must be considered in the context of the calculation of the probability density

Source: Scope

7. Rating sensitivity

We tested the resilience of the preliminary rating against deviations in the main input parameters: the portfolio mean default rate and the portfolio recovery rate. This analysis has the sole purpose of illustrating the sensitivity of the rating to input assumptions and it is not indicative of expected or likely scenarios.

For class A notes, the following shows how the results change compared to the assigned credit rating in the event of:

- an increase of the expected mean default rate by 50%, minus one notch;
- a decrease of the expected recovery rate by 50%, minus two notches.

The output of these sensitivities considers the probability of missing at least one coupon payment relative to the observed expected loss.

8. Sovereign risk

Sovereign risk does not limit the transaction's ratings

CQS obligors are less likely to meet loan instalments if their salary or pension is not paid. The obligor employer's credit quality is therefore a major source of credit risk. Around 87.0% of the portfolio relates to the public sector, exposing the transaction to sovereign risk as these borrowers' salaries or pensions may be affected should the sovereign default. A sovereign default could also trigger a significant restructuring of the public administration. Rather than mechanically limiting the maximum ratings on the notes, we assess the potential rating impact of a distress scenario affecting the Italian government.

Given the relevance of the exposure to public employees and pensioners, our analysis quantified the impact of Italian sovereign risk by assessing the likelihood and severity of a distress scenario (CQS stress scenario) affecting the government of Italy. The CQS stress scenario would entail a significant increase in portfolio defaults and delinquencies compared to our base case assumption. This approach allows us to reflect the benefits of each transaction's liability structure and discriminate between them, rather than applying a mechanistic cap to the assigned ratings based on Italy's sovereign rating.

Our analysis assumed the likelihood of a CQS stress scenario event to be equivalent to a risk commensurate with an A rating, i.e. two notches higher than Scope's current rating on Italy (BBB+). This scenario captures the potential effect on the transaction of a government

defaulting on its public debt. The probability assigned to this scenario reflects our view that a sovereign default would not necessarily trigger the permanent suspension of payments to the entire population of civil servants or pensioners in Italy, or a general dismissal of civil servants, because the state needs to maintain a minimum level of key operations. For more insight into our fundamental analysis of the Italian economy please refer to section 2 of this report and to our research, in particular to [Italy's medium-term growth perspectives and stagflation affecting EU area](#), dated October 2022 and May 2022, respectively, as well as to our [last rating action on Italy](#), date July 2023.

We considered the following risks under the CQS stress scenario:

1. **Liquidity risk.** A suspension or reduction of salary and pension payments may create a spike in arrears and thus a liquidity shortfall for the transaction. However, additional losses are generally not incurred because the loan's maturity is extended in this instance – unpaid instalments become due and payable as of the original loan's maturity date until the debt is fully extinguished⁵. When analysing the transaction, we assumed that 50% of the public sector portfolio was fully suspended (i.e. no interest or principal was paid on these loans) for two years.
2. **Credit risk.** A restructuring of the public administration may lead to job losses and, therefore, asset defaults for the securitisation. However, only parts of the public administration may be affected, as vital functions such as tax collection and law enforcement would not be completely abolished. When analysing the transaction, we assumed that 25% of the public sector portfolio would default as a consequence of job losses.

9. Counterparty risk

The transaction is exposed to counterparty risk from the counterparties listed in page 1. Counterparty risk for the transaction supports the highest ratings. We do not consider any of the counterparty exposures to be excessive.

9.1. Operational risk from servicer

Operational risk from the servicer is well mitigated in this transaction. Zenith, the back-up servicer, will undertake to become operational within 30 days in the event of a termination event for IBL Banca.

9.2. Commingling risk and collection account bank risk

The issuer has a collection account held at IBL Banca that receives all asset proceeds as well as a payment account held by Citibank N.A., Milan Branch. Two business days before each monthly payment date, the amounts in the collection account are transferred to the payment account.

Citibank N.A. will be replaced as account bank, within 30 days, if it is downgraded below BBB/S-2⁶, while there is no rating trigger to replace IBL Banca as collection account bank.

Commingling risk and collection account bank risk from IBL Banca are partially mitigated by: i) daily sweeps to the issuer's collection account held with the servicer and monthly sweeps to the issuer's payment account held with Citibank N.A., Milan Branch; and ii) instructions to debtors to pay directly into the issuer's account held at Citibank N.A. upon a servicer disruption event. However, employers may not immediately implement the new payment instructions, and we have therefore assumed a maximum loss equivalent to four months of collections. We sized a 0.70% loss based on the probability of a commingling

Back-up servicer appointed since closing

Commingling risk driven by employer responsiveness to new payment instructions

⁵ If the maturity of the loans is extended beyond the final maturity of the notes, suspensions or reductions of salary and pension payments will effectively generate a loss for the transaction. The final legal maturity date is set 15 years after the loan with the longest maturity date in order also to mitigate this risk.

⁶ If rated by Scope.

Set-off risk from the originator is well mitigated

event over the transaction's expected life. However, the BBB rating on IBL Banca implies that the servicer's insolvency is unlikely.

9.3. Set-off risk from originator

Set-off risk is well mitigated in this transaction. The originator is a deposit-taking financial institution, but the portfolio criteria exclude, at closing, all the borrowers that has a deposit account with IBL Banca.

10. Legal structure

10.1. Legal framework

This securitisation is governed by Italian law and represents the true sale of assets to a bankruptcy-remote vehicle, which is essentially governed by the terms in the transaction documentation.

10.2. Clawback

The originator will provide: i) a 'good standing' certificate from the Chamber of Commerce and ii) a solvency certificate signed by a representative duly authorised.

This mitigates claw-back risk, as the issuer would be able to prove it was unaware of the originator's insolvency as of the transfer date.

Assignments of receivables made under the Italian Securitisation Law are subject to claw-back in the following events:

i) pursuant to article 67, paragraph 1, of the Italian Bankruptcy Law, if the bankruptcy declaration of the relevant originator is made within six months from the purchase of the relevant portfolio of receivables, provided the receivables' sale price exceeds their value by more than 25% and the issuer cannot demonstrate it was unaware of the originator's insolvency, or

ii) pursuant to article 67, paragraph 2, of the Italian Bankruptcy Law, if the adjudication of bankruptcy of the relevant originator is made within three months from the purchase of the relevant portfolio of receivables, provided the receivables' sale price does not exceed their value by more than 25% and the originator's insolvency receiver can demonstrate that the issuer was aware of the originator's insolvency.

Clawback risk related to repurchased receivables is mitigated by a maximum amount of 5% of the portfolio on a cumulative basis. Upon the repurchase of single loans, the originator is also required to provide a solvency certificate to the issuer. However, in our view an insolvency of IBL Banca (publicly rated BBB/S-2) is unlikely.

10.3. Use of legal opinion

A draft of the legal opinion produced for the issuer will be received prior to the issuance of the final rating. The legal opinion is expected to provide comfort on the issuer's legal structure and to support our general legal analytical assumptions.

11. Monitoring

Once the transaction is effective and the final ratings will be issued we will monitor it on the basis of the performance reports from the servicer and the calculation agent, as well as other available information. The rating will be monitored on an ongoing basis.

Scope analysts are available to discuss all the details surrounding the rating analysis, the risks to which this transaction is exposed and the ongoing monitoring of the transaction.

12. Applied methodology and data adequacy

For the analysis of this transaction, we applied our General Structured Finance Rating Methodology, Consumer and Auto ABS Rating Methodology and Methodology for

Clawback risk is mitigated

Scope analysts are available to discuss all the details surrounding the rating analysis



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Italian Consumer CQS ABS

Counterparty Risk in Structured Finance, all available on our website, www.scooperatings.com.

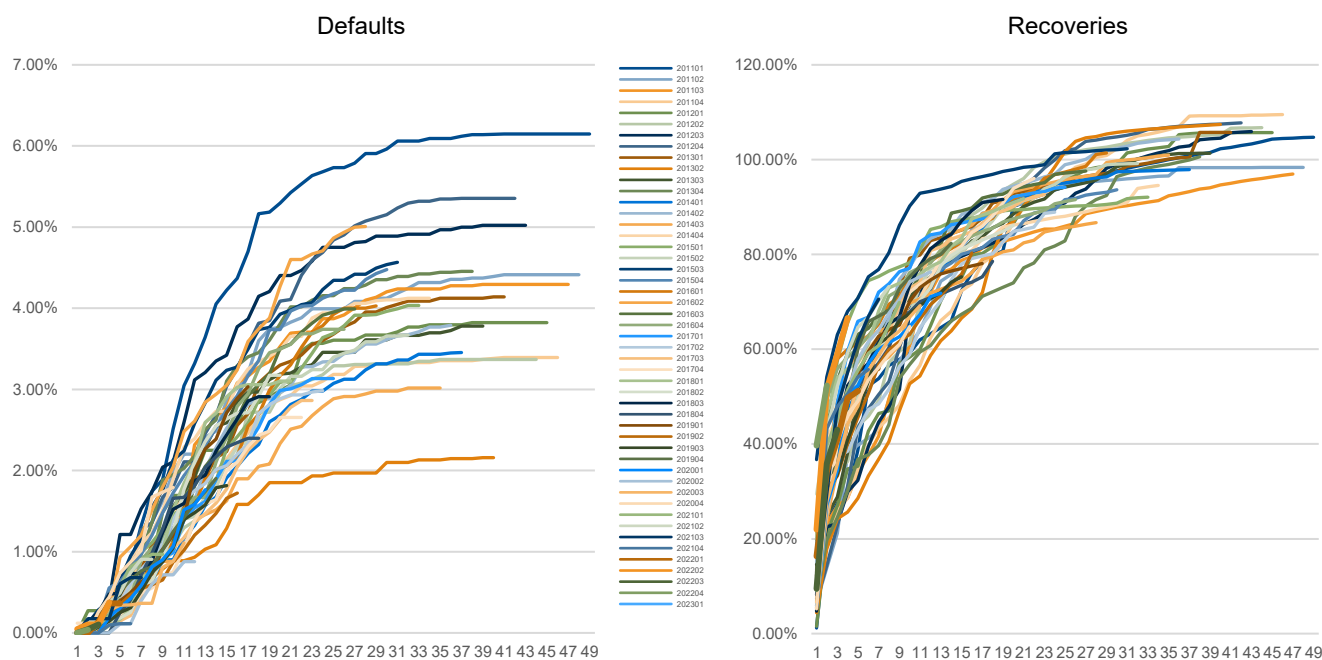
IBL Banca provided us with default and recovery data, segmented by quarterly vintage of origination, by type of default (delinquency, life event, employment event) and employer type (public administration, state administration, private sector and pensioner). The default rate data covers a period from the first quarter 2011 to the first quarter 2023 and is generally very granular. The recovery data also covers the same timeframe, referring to all recoveries during that period. We also received data regarding the proportion of recoveries from different sources: insurance payments, recoveries from borrowers and recoveries from the pledged TFR.

II. Vintage data provided by originator

IBL Banca provided default and recovery performance data for the pool in May 2023. We used this information in our analysis as a foundation for the calibration of point-in-time default rates, the coefficient of variation and base case recovery rates.

Vintage data is granular and representative of the portfolio.

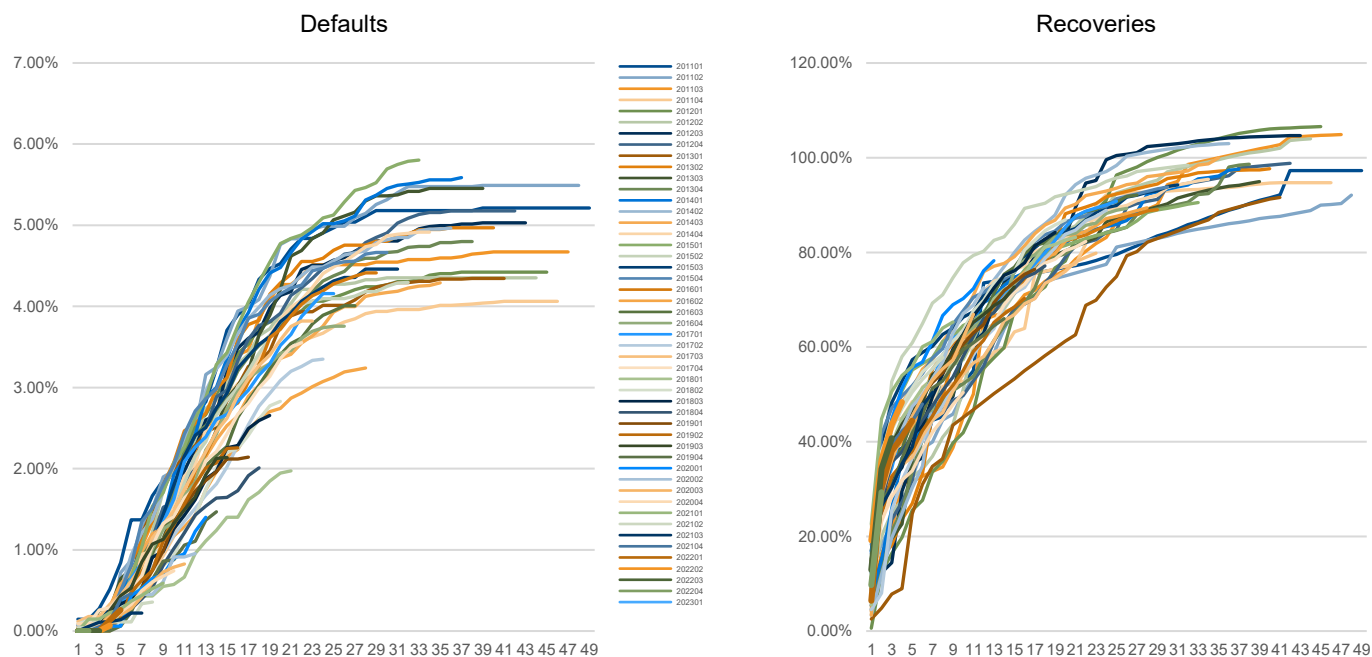
Figure 20: Public administration – default and recovery data



Source: IBL Banca

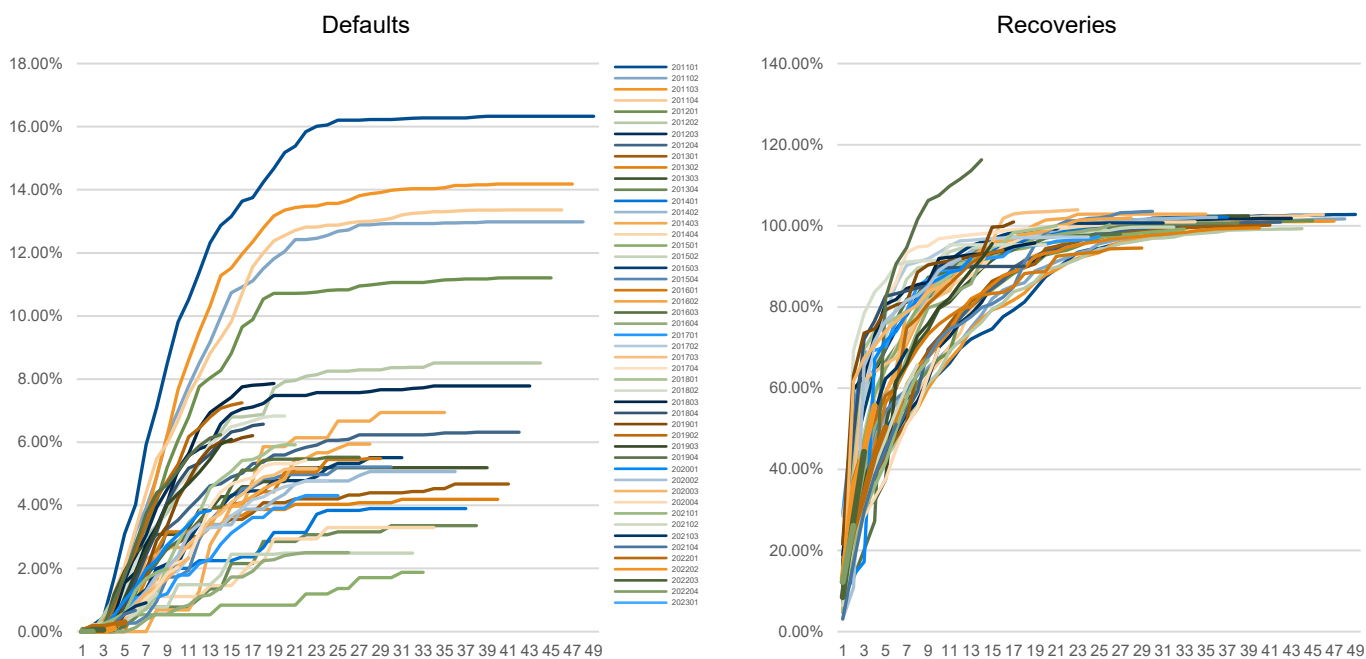
Source: IBL Banca

Figure 21: State administration – default and recovery data



Source: IBL Banca

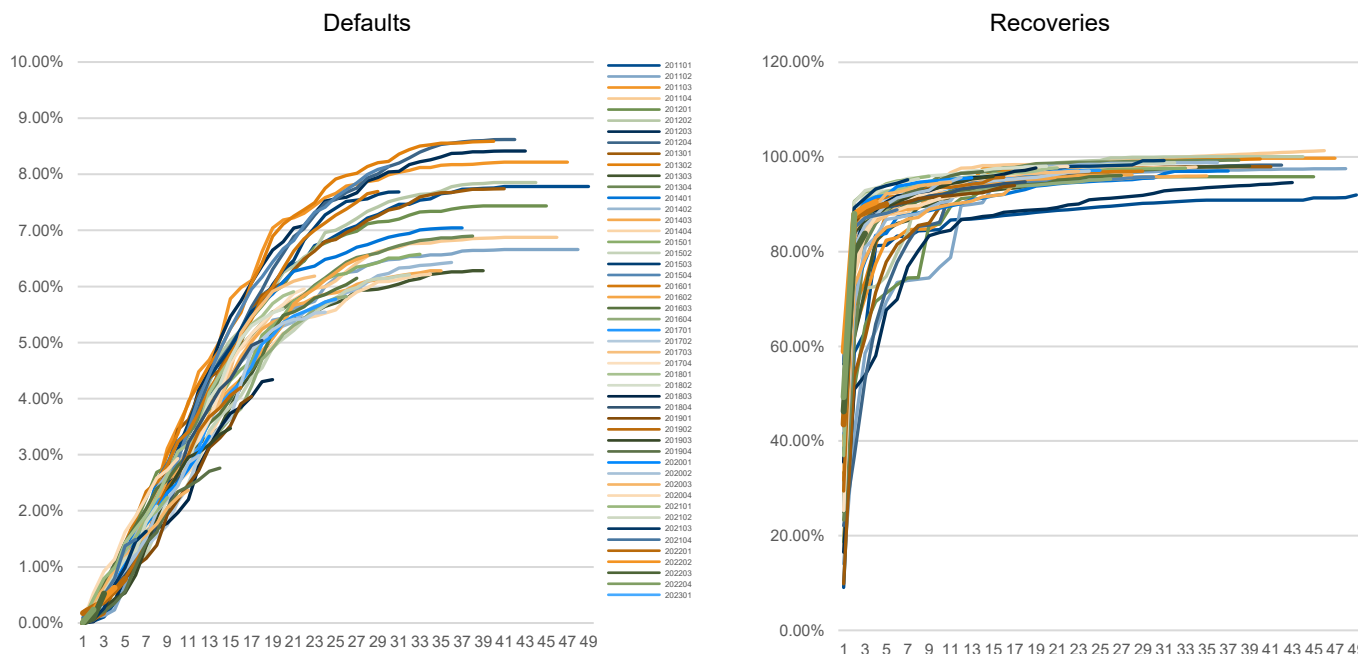
Figure 22: Private sector – default and recovery data



Source: IBL Banca

Source: IBL Banca

Figure 23: Pensioners – default and recovery data



Source: IBL Banca

Source: IBL Banca



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Italian Consumer CQS ABS

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