



BANCA D'ITALIA
EUROSISTEMA

Annual Report of the National Resolution Fund

Rome, 29 March 2018



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2017 Financial Year

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MANAGEMENT REPORT

Introduction

The Bank Recovery and Resolution Directive 2014/59/EU (BRRD), transposed into Italian law by Legislative Decree 180/2015, requires the European Union member states to establish one or more national resolution funds starting from 2015.

The Bank of Italy, acting in its capacity as National Resolution Authority, established the National Resolution Fund (NRF) with Measure No. 1226609 dated 18 November 2015.

The NRF has its own capital, to all intents and purposes separate from the Bank of Italy's capital, any other capital managed by the Bank, or any NRF contributor's capital. The NRF is intended to be used solely to meet the contractual obligations associated with resolution actions and asset management.

The NRF is managed by the Bank of Italy, which decides on the establishment of the endowment fund, its investment and its use in resolution actions (including the issue of guarantees). As fund manager, the Bank of Italy exercises all the powers and rights associated with the shares it holds as a result of resolution actions.

Pursuant to Article 8 of Measure No. 1226609/2015, the NRF prepares annual accounts that are audited by the same firm that audits those of the Bank of Italy.

The independent auditor that has been appointed for the financial years 2016-2022 is BDO Italia SpA.

The Bank of Italy's Board of Auditors oversees the administration of the NRF and its compliance with the law, verifies that the accounts of the NRF are properly kept and correctly drawn up, and issues a report to that effect.

The Bank of Italy's Governing Board, sitting as a collegial body, approves the accounts accompanied by the reports of the Board of Auditors and the independent auditors.

The NRF's annual report is published at the same time as the Bank of Italy's annual accounts.

The National Resolution Fund within the European framework

As of 1 January 2016, euro-area countries participating in the Single Supervisory Mechanism (SSM) are also subject to Regulation (EU) No. 806/2014 on the Single

Resolution Mechanism (SRM), which calls for the creation of a Single Resolution Fund (SRF) for the euro area.¹

At the end of the transitional period, scheduled for 31 December 2023, the SRF will have resources equal to 1 per cent of covered deposits, corresponding to around €55 billion, about €5.7 billion of which contributed by Italian banks.²

The procedures for calculating the ordinary contributions are stated in Commission Delegated Regulation (EU) 2015/63. The percentages of the annual contribution due from each bank are calculated based on the amount of liabilities net of own funds, of covered deposits and, for institutions belonging to groups, of intragroup liabilities. The basic contribution is adjusted according to the risk profile of each bank.

The collection of the ordinary contributions for 2017 was completed on 29 June 2016, when the amounts called up from the banking system were transferred to the SRF following the appropriate checks. The data used to calculate the contributions were provided by the credit institutions and collected by the national resolution authorities using the uniform templates prepared by the Single Resolution Board (SRB), which is also responsible for calculating the contributions. The ordinary contributions collected are held by the National Resolution Fund in two dedicated TARGET2 accounts at the Bank of Italy and are treated as a liability towards the SRB.³

The national funds collected and transferred to the SRF totalled €748 million in 2017 (€762 million in 2016). The contributions were paid by 507 Italian credit institutions, of which 503 banks and 4 securities investment firms. Funds collected for 2017 were slightly lower than for 2016 owing to a reduction in the basis for calculating the annual contribution at the national banking system level. Italy accounts for about 10 per cent of the total contributions in Europe.

National Resolution Fund actions

The crisis resolution measures taken in November 2015 for Banca delle Marche SpA, Banca Popolare dell'Etruria e del Lazio società cooperativa, Cassa di Risparmio della Provincia di Chieti SpA and Cassa di Risparmio di Ferrara SpA required a commitment by the NRF of about €3.7 billion.⁴

Given the funding needs tied to these measures, on 20 November 2015 the Bank of Italy stipulated a bridge loan, at market conditions, for the NRF, pursuant to Article

¹ Pursuant to the provisions of the regulation, member states transferred their national funds to the SRF as of 1 January 2016. The SRF will initially be divided into national compartments that are distinct for accounting purposes; the percentage allocated to the national compartments will gradually be reduced over an eight-year transitional period, while that to the pooled compartment will increase until all the resources have been transferred.

² These estimates will vary as the amount of covered deposits in the euro area and Italy changes.

³ From an accounting standpoint, the NRF recognizes a liability to the SRB, which manages the SRF, equal to the amount of the ordinary contributions collected. This liability is usually settled when the contributions are transferred and therefore is not included in the year-end balances reported in the balance sheet.

⁴ For more information on these resolution actions, see the management report in the *Annual Report of the National Resolution Fund for 2015*.

78(1)(c) of Legislative Decree 180/2015. The loan was arranged with a pool of leading Italian banks in the amount of €4 billion (of which €3.9 billion was actually disbursed).⁵

As of December 2015 the system had collected, in accordance with Articles 82 and 83 of Legislative Decree 180/2015, ordinary and extraordinary contributions (equal to three times the annual amount of ordinary contributions) of about €2.4 billion.⁶ These contributions were used to repay a share of the bridge loan; the outstanding amount of this loan at 31 December 2016 amounted to €1.55 billion.

Taking account of the funding needs associated with the sale of the bridge banks described below and the repayment of the outstanding loan, in December 2016 the Bank of Italy called up two ordinary annual contributions equal to around €1,526 million.⁷ These contributions were paid in March 2017.

The loan was repaid in May 2017, in part through the payment of €0.31 billion in cash and in part with a new four-year loan of €1.24 billion. This new loan does not require any third-party guarantee. The full repayment of the original loan meant that the guarantee issued by Cassa Depositi e Prestiti SpA (CDP) was released (see Footnote 5).

In 2016, in accordance with the resolution plan, the first tranche of the bridge banks' loans was sold to the special-purpose vehicle REV Gestione Crediti SpA (REV) for €1.4 billion.

Effective from 1 January 2017, the bad loans not included in the first tranche were sold to REV. The payment was determined on the basis of the independent experts' definitive valuations and quantified at €0.7 billion.

To fund the purchase of the bad loans, REV signed a financing agreement with the four bridge banks. The agreement called for the granting of credit lines to REV for a maximum total of €2.1 billion.

These credit lines were initially partially replaced with a bridge loan to REV in the amount of €1.35 billion – in view of the first sale of the bad loans – made by a pool of Italian banks. Subsequently, both the bridge loan and the outstanding loan liability towards the bridge banks were fully repaid using an additional loan also disbursed by a pool of Italian banks.

REV's exposure to the pool of lenders is secured by the autonomous, first demand guarantee issued by the NRF. The amount guaranteed is automatically adjusted to

⁵ Use of the line of credit was subject to the pledge, in favour of the lender banks, of the NRF's right to obtain financial support in the amount of €1.65 billion from Cassa Depositi e Prestiti SpA (CDP), which has undertaken to intervene if the NRF's resources prove insufficient to meet its debt service obligations.

⁶ The financial resources were provided by banks headquartered in Italy, by the Italian branches of non-EU banks and by certain securities investment firms that are part of Italian banking groups, limited to those that are subject to specific prudential requirements relating to the services provided. The group of banks did not include those placed in compulsory administrative liquidation, but it included those in special administration and under resolution.

⁷ Law 208/2015 provides that, if the endowment fund is not sufficient to support over time the resolution actions taken, banks make: (a) additional contributions to the NRF, of an amount to be determined by the Bank of Italy and up to the total provided by Articles 70 and 71 of Regulation (EU) No. 806/2014, including contributions to the Single Resolution Fund, and (b) for 2016 only, two additional annual contributions.

reflect the amount of the outstanding liability, which at 31 December 2017 was about €2 billion.

As a result of this transaction to purchase non-performing loans (NPLs), REV's capital ratio fell and it asked for the NRF's assistance. As sole shareholder, the NRF therefore subscribed and paid in a capital increase in the amount of €85.3 million, bringing the share capital from €136 million to about €221 million. The operation sought to realign the capital ratios with the regulatory minimums, taking account in part of the loss for 2016, mainly owing to provisions for disputes relating to the loans transferred to REV. In fact, under the contracts for the sale of the bridge loans, REV is obliged to indemnify the purchasers with regard to these disputes.

Transfer to UBI Banca SpA

The contract for the transfer to UBI Banca SpA (UBI) of Nuova Banca delle Marche SpA, Nuova Banca dell'Etruria e del Lazio SpA and Nuova Cassa di Risparmio di Chieti SpA was signed on 18 January 2017 at the conclusion of a complex process.

The transaction involved the sale of three bridge banks for the symbolic price of €1, preceded by their recapitalization by the NRF and the separation of bad and unlikely-to-pay loans.⁸

Following the signing of the contract with UBI, the operational activities had started to fulfil the commitments made for the definitive transfer of the bridge banks' shares.

The sale and purchase agreement – as amended by a supplemental agreement that incorporates understandings on the sale of the bad loans and defines in detail some of the provisions – made transfer of ownership of the bridge banks contingent on the satisfaction of a series of conditions precedent.⁹

To ensure the compliance of the three bridge banks with the quantitative parameters set out in the sale and purchase agreement,¹⁰ the NRF, as sole shareholder, recapitalized the bridge banks for a total of €713 million. This amount was calculated by summing the following components: (a) a fixed amount of €350 million, calculated partly in light of an increase in the adjustments arising from the due diligence conducted by the buyer; (b) €75 million, to cover the costs associated with spin-offs of real estate assets carried out in the past by Banca delle Marche SpA and Banca Popolare dell'Etruria e del Lazio; and (c) €288 million, needed to cover losses arising from the transfer of NPLs that were bigger than those indicated in the contract with UBI.

⁸ For an analytical description of the sale process and the main terms and conditions of the transactions, see the management report in the *Annual Report of the National Resolution Fund for 2016*.

⁹ The following conditions, among others, apply: (a) the issue of the necessary authorizations by the competent Italian and European authorities; (b) the separation of the 'excluded assets' under the terms and conditions set out in the agreement; (c) the confirmation by the European Commission that there are no impediments under state aid rules barring the acquisition and the other transactions envisaged in the agreement; and (d) the achievement of the necessary capital strengthening.

¹⁰ The parameters referred to the amount of equity and regulatory capital, risk assets and liquidity. The quantitative thresholds referred to the level of coverage of the non-performing loans and specific provisions for risks and charges.

The cash injection was for an amount lower than the provisions prudently recognized in the annual report for the year ending 31 December 2016, totalling €810 million, as a result of a decrease in costs associated with real estate spin-offs (€25 million) and a reduction in the adjustments to NPLs (€72 million).

The sale was also preceded by the reduction in the bridge banks' debtor positions with respect to the NRF of €33 million. This amount represents the sum of: (a) a reduction in the adjustments in the independent experts' definitive valuations compared with the Bank of Italy's provisional valuations (€7 million);¹¹ and (b) additional positive-sign adjustments made by the bridge banks to assets and liability items subject to sale following the transfer (€26 million).¹²

On 10 May 2017, the NRF transferred its entire shareholdings in the three bridge banks to UBI once all the conditions precedent had been met, including capital strengthening measures taken by the NRF and the separation of the NPLs.¹³

In accordance with the terms of the agreement, the former bridge banks transferred detachable coupons to the NRF in the days immediately following the sale. These instruments, issued as part of the securitization of the bad and unlikely-to-pay loans sold by the bridge banks to the three SPVs (see Footnote 13), assign to the NRF a claim on any excess return on customer portfolios. No payment was made upon transfer to the NRF.

Transfer to BPER Banca SpA

The contract for the transfer to BPER Banca SpA (BPER) of Nuova Cassa di Risparmio di Ferrara SpA (Nuova Carife) was signed on 1 March 2017 at the conclusion of a complex process.

¹¹ The amount represents the algebraic sum of: (a) an increase in the losses reported in the special administration's final accounts; (b) a decrease in the adjustments to the bad loans sold to REV; and (c) a decrease in the adjustments to other asset and liability items. In the NRF's accounts, the definitive valuation of the three bridge banks sold to UBI indicated a total deficit upon transfer that was €369 million higher than the provisional valuation made by the Bank of Italy. The amount, which is the net result of the increase in the adjustments to the projected profitability of the bridge banks (€376 million) and the decrease in the adjustments to asset and liability items transferred (€7 million), was used to lower the value of the shareholdings.

¹² The amount was mainly calculated based on: (a) in the case of Nuova Banca delle Marche SpA, the difference between the book value of the subordinated loans (not assigned) and their nominal value (taken into account in the provisional valuation) in the amount of €10 million; (b) in the case of Nuova Banca dell'Etruria e del Lazio, the amount of €7 million from the reversal of the deferred tax liabilities pertaining to the available-for-sale reserve and €5 million from the reversal of the reserve formed pursuant to IAS 19; and (c) in the case of Nuova Cassa di Risparmio di Chieti SpA, in the total amount of €3.7 million, from the reversal of the reserve formed pursuant to IAS 19 and from the difference between the book value and the nominal value of subordinated securities.

¹³ Before the transfer to UBI was completed, the bridge banks signed a number of contracts with Quaestio Capital Management SGR SpA – manager of the Atlante Fund – concerning the sale of the NPLs to three special-purpose securitization vehicles and of the legal relationships to a fund set up for that purpose by Credito Fondiario SpA; as part of this, the bridge banks issued guarantees for up to €200 million, plus another €85 million relating to lease agreements. The NRF is required to indemnify UBI against any losses relating to the spun-off loans through a system that divides the obligations assumed between UBI and the NRF itself.

The transaction involved the sale of the bridge bank for the symbolic price of €1, preceded by recapitalization by the NRF and the separation of bad and unlikely-to-pay loans.¹⁴

Following the signing of the contract with BPER, the operational activities had started to fulfil the commitments made for the definitive transfer of the bridge bank's shares.

The sale and purchase agreement – as amended by a supplemental agreement that incorporates understandings on the sale of the bad loans and defines in detail some of the provisions – made transfer of ownership of the bridge bank contingent on the satisfaction of a series of conditions precedent.¹⁵

To ensure compliance with the quantitative parameters set out in the sale and purchase agreement,¹⁶ the NRF, as sole shareholder, recapitalized the bridge bank for €290 million. The amount of the cash injection was calculated so as to restore (pro forma) shareholders' equity to €153 million.

The cash injection was equal to the provision prudently made in the accounts for the year ended 31 December 2016.

The sale was also preceded by the settlement of the bridge bank's debtor positions with respect to the NRF by €25 million. This amount is the sum of: (a) a reduction in the adjustments in the independent experts' definitive valuations compared with the Bank of Italy's provisional valuations (€23 million);¹⁷ and (b) additional positive-sign adjustments made by the bridge bank to assets and liability items subject to sale following the transfer (€26 million).¹⁸

On 30 June 2017, the NRF transferred its entire shareholdings in the bridge bank to BPER as all the conditions precedent had been met, including capital strengthening measures taken by the NRF and the separation of the NPLs.¹⁹

In accordance with the terms of the agreement, the former bridge bank transferred the detachable coupons to the NRF in the days immediately following the sale. These

¹⁴ For an analytical description of the sale process and the main terms and conditions of the transactions, please refer to the management report in the *Annual Report of the National Resolution Fund for 2016*.

¹⁵ These are the same as the conditions that applied to the sale to UBI (see Footnote 9).

¹⁶ The minimum parameters required by the buyer in terms of shareholders' equity and commercial aggregates (total funding and lending, which must not fall by more than 20 per cent).

¹⁷ The amount represents the algebraic sum of: (a) an increase in the losses reported in the special administration's final accounts; (b) a decrease in the adjustments to the bad loans sold to REV; and (c) a reduction in the adjustments to other asset and liability items. In the NRF's accounts, the definitive valuation of the bridge bank sold to BPER included a total deficit upon transfer that was €23 million higher than the provisional valuation made by the Bank of Italy. The amount, which is the net result of the increase in the adjustments to the projected profitability of the bridge bank (€46 million) and the reduction in the adjustments to the asset and liability items transferred (€23 million), was used to lower the value of the shareholding.

¹⁸ The amount is mainly determined on the basis of the reduction in the adjustments to the loans of the subsidiary *Commercio e Finanza SpA*.

¹⁹ The spin-off and relative indemnifications by the NRF were conducted in a manner similar to that described for the sale to UBI (see Footnote 13); the guarantees issued by the bridge bank amount to around €20 million, to which is added another €21 million for lease agreements.

instruments, subscribed in the course of the securitization of the bad and unlikely-to-pay loans sold by the bridge bank to the two SPVs, assign to the NRF a claim on any excess return on customer portfolios. No payment was made on the transfer to the NRF.

Guarantees given to UBI Banca SpA and BPER Banca SpA

In addition to the commitments made and the guarantees given in connection with the separation of the NPLs, the sale and purchase agreements signed with UBI and BPER impose certain obligations on the NRF to indemnify them against any damage, costs or charges arising from pending or future legal disputes involving the former bridge banks and from breach of the representations and warranties made and commitments undertaken.²⁰

The NRF also has special indemnity obligations if specific events occur, including losses arising from potential disputes with former shareholders and subordinated bondholders.²¹

Under the indemnification handling process, the buyer banks send a written notice of claim (NOC) to the NRF, setting out the evidence that in their opinion constitutes grounds for a indemnification.²²

Some of the NOCs refer to disputes with former shareholders; in the relative actions, the court is asked to decide whether the former bridge banks can be sued, in addition to considering whether there are grounds for the compensation claims. The initial court decisions on the capacity to be sued are not definitive, and have given rise to differing interpretations.²³

On the date this report was prepared, a total of 49 complaints had been brought before the Securities and Financial Ombudsman (*Arbitro per le Controversie Finanziarie* - ACF). The ACF adopted 19 decisions, all concerning Nuova Banca delle Marche SpA, of which 16 went against the bank and included a finding that the bridge banks could be sued for damages stemming from failure to comply with the Italian Consolidated Law on Finance (TUF).

²⁰ With regard to UBI, the guarantee is for a maximum of €250 million in excess of the first €10 million borne by the buyer; for BPER the limit is €15 million, with the first €1 million absorbed by the buyer.

²¹ With regard to UBI, the guarantee is for a maximum of €280 million and for BPER the limit is €150 million, neither of which includes an initial amount borne by the buyer. For UBI, the indemnification for subordinated bondholders is covered by the €250 million guarantee.

²² On the date that this report was drawn up, a total of 239 NOCs had been received, of which 17 from UBI and 222 from BPER. The NOCs submitted by UBI related almost entirely to legal disputes (only in one case did the NOC refer to complaints made to the Securities and Financial Ombudsman (ACF) lodged by former shareholders); as for BPER, 20 NOCs refer to legal disputes, one to an appeal before the ACF brought by a former shareholder and 201 referring to NOCs by former shareholders and bondholders.

²³ Some decisions recognized the bridge banks' capacity to be sued, making them potentially liable for any harm suffered by the former shareholders, owing to failure by the banks subject to resolution to comply with the Consolidated Law on Finance (TUF). There is also a contrary decision that does not allow the shareholders and creditors of banks in resolution to sue the bridge banks for compensation for damages.

Finally, the contracts also contain additional representations and warranties to indemnify the buyer, with no maximum limit, on the minimum subjective and objective conditions for the effective transfer of shares, among other things.²⁴

²⁴ The basic warranties regarded, among other things, the following: (a) the power of the seller to transfer shares of the bridge banks, free and clear of any restrictions, obligations or encumbrances; (b) the possession of all the powers and internal authorizations needed by the seller to execute the contract and all the other operations provided for and/or contemplated therein; (c) the effective subscription of and payment for the share capital of the bridge bank at the time of stipulation of the sale and purchase agreement and upon the final transfer of the shares; (d) the existence and establishment of the bridge banks according to applicable legislation and the possession of all the authorizations needed to carry out their current activities, including the absence of any crisis resolution, insolvency or intervention procedures pursuant to the Consolidated Law on Banking (TUB) or Legislative Decree 180/2015; (e) the validity and conformity of the resolution measures adopted also relating to EU state aid rules; and (f) the possession of all the authorizations needed by the bridge banks to carry out their activity and the absence of actions or disputes that could result in the suspension, revocation, withdrawal or termination of such authorizations.

ANNUAL ACCOUNTS
at 31 December 2017

BALANCE SHEET			
ASSETS	NOTES	Amount in euros	
		31 Dec. 2017	31 Dec. 2016
1 FINANCING FOR RESOLUTION ACTIONS		–	–
2 ASSETS ACQUIRED FROM BANKS UNDER RESOLUTION ACTIONS	[1]	1	–
3 SHAREHOLDINGS CONNECTED WITH RESOLUTION ACTIONS	[2]	221,302,122	136,000,004
4 FINANCING AND OTHER RESOLUTION FUNDS		–	–
5 TEMPORARY INVESTMENTS		–	–
6 CASH AND CASH EQUIVALENTS	[3]	241,575,008	132,577,553
7 CLAIMS FOR CONTRIBUTIONS NOT PAID UP	[4]	–	1,525,586,071
7.1 Ordinary contributions		–	–
7.2 Extraordinary contributions		–	–
7.3 Additional contributions		–	1,525,586,071
8 OTHER ASSETS	[5]	37,875	2,631,748
TOTAL		462,915,006	1,796,795,376

BALANCE SHEET			
LIABILITIES	NOTES	Amount in euros	
		31 December 2017	31 December 2016
1 LIABILITIES TO BANKS UNDER RESOLUTION		–	–
2 LIABILITIES TO OTHER RESOLUTION FUNDS		–	–
3 THIRD-PARTY FINANCING	[6]	1,240,000,000	1,550,000,000
4 OTHER LIABILITIES	[7]	5,833,690	22,035,653
5 PROVISIONS FOR RISKS	[8]	12,000,000	1,100,000,000
6 ENDOWMENT FUND	[9]	-794,918,684	-875,240,277
6.1 Endowment fund		-875,330,781	1,719,382,549
6.2 Net result for the period (+/-)		80,412,097	-2,594,622,826
TOTAL		462,915,006	1,796,795,376

PROFIT AND LOSS ACCOUNT			
	NOTES	Amount in euros	
		31 Dec. 2017	31 Dec. 2016
1 Interest income		–	–
2 Dividends		–	–
3 Fee and commission income		–	–
4 Other income		53	30
TOTAL REVENUES FOR THE PERIOD [10]		53	30
5 Interest expense		-37,952,244	-40,025,823
6 Fee and commission expense		-24,759,227	-31,330,833
7 Indemnities paid		–	–
8 Services		-176,558	-266,204
9 Other expenses		–	–
TOTAL EXPENSES FOR THE PERIOD [11]		-62,888,029	-71,622,860
10 Realized gains/losses (+/-)		58,300,073	–
11 Write-downs		–	-1,422,999,996
12 Transfers to/from the provision for risks (+/-)		85,000,000	-1,100,000,000
NET RESULT OF REALIZED GAINS/LOSSES, WRITE-DOWNS AND TRANSFERS TO/FROM THE PROVISION FOR RISKS [12]		143,300,073	-2,522,999,996
NET RESULT FOR THE PERIOD		80,412,097	-2,594,622,826

STATEMENT OF CHANGES IN THE ENDOWMENT FUND		
	Amount in euros	
	2017	2016
Endowment fund at 1 January	-875,240,277	193,796,478
Contributions called up in the period	-90,504	1,525,586,071
Net result for the year	80,412,097	-2,594,622,826
Endowment fund at 31 December	-794,918,684	-875,240,277

NOTES TO THE ANNUAL ACCOUNTS

Principles, accounting policies and form and presentation of the annual accounts

Principles of the annual accounts – The accounts of the National Resolution Fund, whose capital is completely separate from that of the Bank of Italy, are drawn up on the basis of general preparation and valuation principles consistent with the rules laid down in the Italian Civil Code. The NRF has its own fiscal personality for direct taxation and withholding tax purposes.

The accounts consist of the balance sheet, the profit and loss account, the notes to the accounts and the statement of changes in the endowment fund, accompanied by a NRF management report. They have been drawn up with clarity and present a true and fair view of the NRF's balance sheet, financial position and net result for the period.

Aside from exceptional circumstances, the methods used in the preparation and valuation of the accounts cannot be altered from one year to the next (consistency in preparation and valuation methods).

The situation presented in the accounts at the opening date of the period corresponds to that indicated in the report approved for the previous year (continuity of reporting).

Items cannot be offset (prohibition on set-off).

Income and expenses are recognized on an accrual basis, irrespective of the actual date of receipt or payment (accrual accounting), and in accordance with the principle of prudence.

The accounts are prepared giving preference, wherever possible, to economic substance over legal form (substance over form).

Assets are entered at cost and liabilities at nominal value.

Valuations are made in accordance with the principle of prudence and on the assumption that the NRF will remain a going concern. Specifically, (a) only profits realized by the closing date of the period can be reported; (b) consideration must be given to the risks and losses accrued during the period, even if they are recognized after the closing date; and (c) all write-downs are recognized irrespective of whether the period closes with a loss or a profit.

The accounts are expressed in euros, without decimal places.

Accounting policies. – The accounting policies applied in preparing the annual accounts for 2017 are described below.

FINANCING FOR RESOLUTION ACTIONS

Claims arising from the granting of financing to banks under resolution, their subsidiaries, bridge banks or special-purpose vehicles established to manage their assets are recognized at nominal value. At the end of the period they are valued at their estimated realizable value, i.e. at nominal value minus impairment attributable to the deterioration in the debtor's solvency position.

ASSETS ACQUIRED IN COURSE OF RESOLUTION ACTIONS

The financial assets acquired in the course of resolution actions are recognized at purchase cost. At the end of the period they are valued, in the case of negotiable securities and other assets, at the lower between the cost and the market value; non-negotiable securities and other assets, as well as claims, are valued at estimated realizable value.

SHAREHOLDINGS CONNECTED WITH RESOLUTION ACTIONS

Shareholdings acquired as part of resolution actions are recognized at the lower between the purchase cost and the sale price in the case of shareholdings sold or near to sale at the date of approval of the accounts. Where, on the grounds of urgency, a provisional valuation of the shares and capital instruments is made (pursuant to Article 25 of Legislative Decree 180/2015), their purchase cost equals their provisional value. Subsequently, the initial recognition value is aligned with the results of the final valuation made in accordance with Articles 23 and 24 of the above decree where this valuation is available in time for the preparation of the draft accounts. Dividends are recognized on a cash basis. The capital contributions disbursed by the NRF to cover losses under the resolution actions (including the difference between the provisional and definitive valuations) are taken directly to the profit and loss account.

FINANCING AND OTHER RESOLUTION FUNDS

Loans granted – pursuant to Article 84(2) of Legislative Decree 180/2015 – to resolution financing mechanisms established in other member states are recognized at nominal value. At the end of the period they are valued at their estimated realizable value.

TEMPORARY INVESTMENTS

Temporary investments in financial assets are recognized at purchase cost and valued at the end of the period at the lower of cost or market value.

CASH AND CASH EQUIVALENTS

Deposits held by the National Resolution Fund are recognized at nominal value.

CLAIMS FOR CONTRIBUTIONS NOT PAID IN (ORDINARY, EXTRAORDINARY AND ADDITIONAL CONTRIBUTIONS)

Receivables from banks for contributions called up (ordinary, extraordinary and additional) that are due and not yet paid are recognized at nominal value.

OTHER ASSETS/LIABILITIES - ACCRUALS AND DEFERRALS

Accrued income and expenses represent revenues or costs that arise during the period, but that are received or paid in subsequent periods. Prepaid income and expenses represent costs or revenues that arise in future periods but that are paid or received in the current accounting period.

THIRD-PARTY FINANCING

Loans and other forms of financial support pursuant to Article 78(1)(c) of Legislative Decree 180/2015 – reported under this item – are recognized at nominal value.

LIABILITIES TO BANKS UNDER RESOLUTION

The amounts paid to the NRF pursuant to Article 78(1)(d) of Legislative Decree 180/2015 by banks under resolution or by bridge banks are entered at nominal value.

LIABILITIES TO OTHER RESOLUTION FUNDS

Loans contracted with resolution financing mechanisms established in other member states pursuant to Article 84(1) of Legislative Decree 180/2015 are recognized at nominal value.

PROVISIONS FOR RISKS

This item consists of provisions for any enforcement actions associated with the guarantees issued by the NRF in connection with resolution actions, as well as other provisions in respect of other foreseeable risks, which reflect the best estimate of the losses that the NRF expects to incur.

OTHER ASSETS AND LIABILITIES

The other items are stated at nominal value or at cost depending on their nature.

COMMITMENTS, COLLATERAL GRANTED AND OTHER OFF-BALANCE-SHEET ACCOUNTS

Commitments, collateral granted and other off-balance-sheet accounts are shown and explained in a special section of the notes. Collateral and commitments include guarantees issued to third parties in connection with resolution actions, irrevocable commitments of banks for payments of ordinary contributions pursuant to Article 82(2) of Legislative Decree 180/2015, as well as securities received from banks to guarantee such irrevocable commitments.

SUBSEQUENT EVENTS

Given the NRF's atypical nature and the evaluation criteria used, an explanation of the nature and the effects on the assets and liabilities, cash flow and profit and loss of the significant events that have occurred since the closing of the accounts is found in a specific section of the notes.

Notes on the items of the balance sheet

[1] Assets acquired in course of resolution actions

Item 2 on the asset side, equal to a symbolic value of €1, consists of the detachable coupons that assign to the NRF the claim on any excess return on the loan portfolios transferred from the former bridge banks in the course of securitization operations. In no circumstances can the relative value be negative.

The detachable coupons were transferred from the former bridge banks to the NRF for no payment and they are not listed on regulated markets. As a result, these instruments are shown in the accounts at the total recognized symbolic value of €1.¹

[2] Shareholdings connected with resolution actions

Item 3 on the asset side, amounting to €221 million (€136 million at end-2016), reports the value of the wholly-owned shareholding in the special-purpose vehicle, REV, called upon to acquire the bad debts from the former bridge banks.

The increase in the item's value reflects the recapitalization of REV, subscribed and paid in by the NRF during the year, in the amount of €85.3 million, to realign the capital ratios to the regulatory minimums following the acquisition of loans through the second sale of bad loans by the four former bridge banks and the loss for the year arising mainly from provisions for transferred disputes.

¹ The detachable coupons held can only generate income for the NRF in the case of full repayment of the principal and interest on the senior and mezzanine securities issued by the SPVs as part of the securitizations carried out by the former bridge banks. The securities mature in 2037, unless redeemed early.

In 2017 the values of the shareholdings in Nuova Banca delle Marche SpA, Nuova Banca dell'Etruria e del Lazio SpA, Nuova Cassa di Risparmio di Chieti SpA (sold to UBI) and in Nuova Cassa di Risparmio di Ferrara SpA (sold to BPER) were realized and recognized in the accounts for the year ended 31 December 2016 in the amount of €1 each, which reflected the write-down of the value to the lower sale price.

[3] Cash and cash equivalents

Cash and cash equivalents amount to €242 million (€133 million at the end of 2016) and comprise deposits in the NRF's TARGET2 account held with the Bank of Italy.

[4] Claims for contributions not paid in

Item 7 on the asset side, amounting to nil (€1,526 million at the end of 2016), reflects the receipt in full in 2017 of claims on the system for the two additional annual contributions for 2016, called up by the Bank of Italy in its notice of 27 December 2016, pursuant to Article 1(848) of Law 208/2015.

No additional contributions were called up during the year.

[5] Other assets

Item 8 on the asset side, totalling €37,875 (€2.6 million in 2016), is made up of prepaid expenses for fees and commissions periodically paid to the servicer of the new loan and the advance paid for the auditing of the Annual Report for 2017.

Claims on the system, recognized in the 2016 accounts in the amount of €2.6 million, owing to the recalculation of the contributions due from a bank in 2015, were fully recovered through a request for a supplement to the contribution that banks paid during the financial year 2017.

[6] Third-party financing

Item 3 on the liability side, totalling €1,240 million (€1,550 million in 2016), consists of the amount due on a new loan received from a pool of banks.

The original loan (tranche B in the amount of €1,550 million) due in May 2017 was partly repaid through a payment of €310 million and a new four-year loan for the remaining amount of €1,240 million.

[7] Other liabilities

Item 4 on the liability side, equal to €5.8 million (€22 million for the previous year), is composed of accrued interest expense on the lending transaction referred to

under ‘Third-party financing’ and on the TARGET2 account through the application of negative interest rates. The item also includes liabilities for amounts to be repaid to the lender banks for reimbursement of legal fees (€35,478) relating to the loan agreement.

[8] Provisions for risks

Item 5 of liabilities, amounting to €12 million (€1,100 million in 2016), reports the provisions prudently calculated, taking account of the guarantees given by the NRF in the course of resolution actions and of other foreseeable risks.

The item comprises €3.9 million in allocations for legal disputes brought against the former bridge banks and notified to the NRF by the seller banks, and €5.1 million allocated for an appeal to void the ordinary and extraordinary contributions paid for 2015. The item also includes the provision for a penalty on the sale of portfolios of NPLs relating to Nuova Cassa di Risparmio di Ferrara SpA’s leases, equal to €3 million.²

As for notifications concerning disputes pending before the ordinary courts, since the information available is insufficient to reliably value any indemnity to be paid, the amount allocated was determined prudently based on the overall value of the claims notified, net of the relative buyer’s portion of the guarantees given, assuming the most likely unfavourable scenario (see *Guarantees given to UBI Banca SpA and BPER Banca SpA* in the management report).

With regard to the complaints filed with the Securities and Financial Ombudsman (ACF) by the former shareholders for which information is available, no provisions have been allocated since, at the date of preparation of the accounts, no notifications containing claims for indemnification by UBI and BPER had been made.³ In addition, it is still not clear what the assignee banks’ strategies will be regarding the decisions of the arbitrator and the consequent triggering of the guarantee given by the NRF.

In addition, no provision has been made for possible future disputes with former shareholders or bondholders, given that the lack of established case law in this area makes it impossible to reliably estimate the probability that these events will occur or their potential financial impact.

² In the course of the transfer of Nuova Carife’s NPLs, two portfolios of real estate leases were designated to be transferred at a date following the assignment of the other NPLS, given the need to correct certain irregularities affecting the underlying property. The NPL sale and purchase agreements stipulated between Nuova Carife and the vehicles set up by Credito Fondiario and Quaestio Capital Management SGR provided that, in the event the transfer is not completed by certain deadlines, Nuova Carife would be required to pay a penalty – indemnified by the NRF – of up to a maximum of 15 per cent of the gross value of the portfolio. Considering that the deadline for the sale of the first portfolio, having a gross value of about €20 million, was set for 31 March 2018 and given that the relative transfer had not occurred as of the date of preparation of these accounts, a provision equal to the maximum value of the penalty (15 per cent of €20 million) was allocated assuming the most likely unfavourable scenario.

³ At the date of preparation of these accounts, the NRF had received written notifications from UBI and BPER containing information on the status of certain claims by former shareholders before the ACF. More specifically, UBI indicated that Nuova Banca delle Marche SpA was ordered to pay a total of about €38,500 against a claim of around €165,000.

No provisions were made with respect to the additional ‘representations and warranties’ provided to the assignee banks concerning, among other things, the minimum subjective and objective conditions for an effective transfer of the shares, or to the commitments and guarantees made in the course of the separation of the NPL portfolio, since the relative enforcement risk is considered low.

Likewise, at the date of these accounts there are no enforcement risks relating to the warranties given to a pool of Italian banks for the financing they granted to REV regarding the sale of bad loans.

Finally, the provision prudently allocated in the previous year to take account of the commitments made by the NRF to recapitalize the four bridge banks in the course of their sale, completed in 2017, was brought to nil. The direct transfers from the provision, which were not passed through to the profit and loss account for the year,⁴ totalled €1,003 million for the financial outlays incurred for the recapitalization. With the conclusion of the sale, the difference between the provision originally allocated and the amount actually utilized, totalling €97 million, was reversed to the profit and loss account since there is no longer any reason to keep it among the provisions for risk. This surplus is recognized in Item 12, ‘Transfers to/from provisions for risk’.

[9] Endowment fund

The endowment fund, standing at a negative €795 million, reflects the sum of the negative balance at the end of the previous year (€875 million), the reimbursement to a bank of the additional contributions made following the recalculation of the ordinary contributions for 2016 by the SRB (€90,504)⁵ and the positive net result for the year, amounting to €80 million.

As explained in the Annual Report for 2016, the fact that the endowment fund reports a negative balance does not present a risk regarding the NRF’s ability to perform its institutional functions since it has the power to call up mandatory contributions, current and future, that enable it to meet the commitments and guarantees made with respect to resolution actions.

The endowment fund is allowed to have a negative balance under the laws in force, which permit the NRF to commit itself to actions pursuant to Article 79 for amounts in excess of its available resources (see Articles 83 and 84 of Legislative Decree 180/2015).

This situation does not mean that the NRF must immediately cover the negative balance by simultaneously calling up the mandatory contributions. The creation of the

⁴ The capital contributions made by the NRF as part of the recapitalizations undertaken to cover losses originating with the bridge banks and to restore appropriate capital ratios were taken directly to the profit and loss account for the previous year in the form of provisions prudently estimated as equal to the maximum potential outlay at that date.

⁵ It was necessary to reduce the endowment fund since the reimbursement of the additional contributions to the bank – based on the ordinary contributions for 2016 – was not compensated for by a specific calling up of contributions to the system.

Single Resolution Fund means that the NRF is no longer required – through ordinary contributions, now allocated to the SRF – to maintain a minimum level of endowment, pursuant to Article 81 of Legislative Decree 180/2015; there is therefore no general obligation to immediately cover the losses suffered by the NRF in connection with resolution actions.

Notes on the items of the profit and loss account

[10] Total revenues for the period

Item 4 of the profit and loss account, equal to €53 (€30 in the previous year), reports the positive difference between amounts collected in 2017 against claims for contributions due at 31 December 2016 and the book value of these claims at that date.

[11] Total expenses for the period

Item 5 of the profit and loss account, equal to €38 million (€40 million in 2016), includes interest expense on the financing transaction of €36 million and negative interest on cash and cash equivalents held by the NRF in the TARGET2 account amounting to around €2 million.

Item 6 of the profit and loss account, equal to €24.8 million (€31.3 million in 2016), includes fee and commission expense on the financing transaction of €13.4 million and on the CDP financial support transaction, eliminated following the repayment of the original loan, of €11.4 million.

Item 8 of the profit and loss account, equal to around €0.2 million (€0.3 million in 2016), includes the costs of auditing the NRF's accounts at 31 December 2016 (€42,700) pursuant to Article 8 of Measure No. 1226609/2015 establishing the NRF and legal fees associated with the financing agreement (€133,858).

The operating expenses of the Resolution and Crisis Management Unit, which oversees the NRF and the indirect costs of carrying out resolution activities were borne by the Bank of Italy and therefore did not have an impact on the NRF's profit and loss account. The Board of Auditors does not receive any specific emoluments for its work regarding the NRF.

Although the NRF posted a profit, there is no tax expense for 2017 as the taxable amount upon which direct taxes are based is negative.

There are no deferred tax assets because, at the reporting date, it is not reasonably certain that the tax losses will be recovered in the future.

[12] Net result of realized gains/losses, write-downs and transfers to/from risk provisions

Item 10 of the profit and loss account, equal to €58 million, comprises the sums arising from the settlement of the debtor positions of the bridge banks with respect to the NRF. These sums are calculated as the difference between the Bank of Italy's provisional valuations and the definitive ones made by independent experts on asset and liability sheet items transferred in 2015 to the bridge banks, and the subsequent adjustments made by the banks in their accounts.⁶ These amounts are treated as realized gains since they correct the losses recognized in the 2015 accounts for measures in favour of the four bridge banks to cover the residual deficit upon transfer.

Item 12 of the profit and loss account, amounting to €85 million, reports the net result of (a) the reversal of the surplus (€97 million) resulting from the difference between the amount originally allocated to recapitalize the bridge banks (€1,100 million) and that actually utilized (€1,003 million) and (b) the provisions (€12 million) allocated to cover the guarantees given in the course of the resolution actions and the other foreseeable risks (see Footnote 8).

Commitments, collateral granted and other off-balance-sheet accounts

Commitments and collateral outstanding at the end of 2017 include: (a) the release of guarantees given to a pool of Italian banks for financing extended to REV in relation to the sale of the bad loans; (b) the indemnity obligations connected with the guarantees regarding legal risks and breaches of the contractual representations and warranties made to UBI and BPER; and (c) additional guarantees not subject to a maximum limit.

At 31 December 2017 the amount guaranteed by the NRF under point (a) amounted to €2,028 million.

As for point (b), the maximum amount guaranteed, net of the initial amount incurred by the buyer, comes to €684 million.

Point (c) includes the guarantees given for the separation of the NPL portfolio and other warranties concerning, among other things, the minimum subjective and objective conditions for the effective transfer of the shares.

For more information, please refer to the management report.

⁶ As reported in the Annual Report for 2015, in the NRF's accounts the definitive valuation of the bridge bank sold to BPER included a total deficit upon transfer that was €392 million higher than the provisional valuation made by the Bank of Italy. This amount represents the net total of the following components: (a) a decrease in the adjustments of €422 million connected to projected profitability, not taken into account in the provisional valuations; and (b) the positive balance of €30 million on the adjustments to the asset and liability items transferred. In the NRF's accounts the net balance of the positive and negative components described above was calculated so as to lower the value of the shareholdings. In accordance with IFRS 3, the losses associated with projected profitability were not recognized in the bridge banks' accounts. Instead, the adjustments referred to in point (b) were made and, subsequent to the initial recognition date, additional adjustments were recognized, bringing the debt with respect to the NRF to a total of €58 million.

Post-balance-sheet events

The sale and purchase agreement signed with BPER provides that, in the case of the sale of the stake in Cedacri SpA within five years from the date of stipulation and for a price above the book value, the NRF has the right to 70 per cent of the gain (net of the tax effect).

In January 2018 the aforementioned shareholding was sold to FSI Investment First SpA for around €21.4 million. The gain to be paid to the NRF as a result of this transfer is estimated at about €8.7 million. The process is currently under way to enable BPER to credit the amount, which will be deposited in a special escrow account to guarantee the NRF's indemnity obligations towards BPER.

HEAD OF THE UNIT

REPORT OF THE BOARD OF AUDITORS
ON THE THIRD ANNUAL REPORT
OF THE NATIONAL RESOLUTION FUND
AT 31 DECEMBER 2017

We examined the third annual report of the National Resolution Fund for the year ending 31 December 2017, drawn up in accordance with the accounting standards and valuation methods described in detail in the Notes to the Accounts, the draft version of which was prepared by the Resolution and Crisis Management Unit of the Bank of Italy, which oversees the NRF.

We have conducted our examination of the annual accounts – consisting of the balance sheet, the profit and loss account, the notes to the accounts and the statement of changes in the endowment fund – in accordance with the rules and standards of conduct for the Board of Auditors issued by the Consiglio Nazionale dei Dottori Commercialisti e degli Esperti Contabili.

In our opinion, the annual NRF accounts for the year ending 31 December 2017 have been prepared in accordance with the accounting standards and valuation methods indicated in the Notes to the Accounts.

The annual accounts, which are submitted to the Governing Board of the Bank of Italy for approval, show the following results:

Balance Sheet	
Assets	€ 462,915,006
Liabilities	€ 1,257,833,690
Endowment fund (excluding the profit for the year).....	€ (875,330,781)
Profit for the year	€ 80,412,097
Endowment fund at 31 December 2017	€ (794,918,684)
Profit and loss account:	
Revenues for the period	€ 53
Interest expense	€ (37,952,244)
Fee and commission expense.....	€ (24,759,227)
Services	€ (176,558)
Gains.....	€ 58,300,073
Transfers to/from provisions for risk (+/-).....	€ 85,000,000
Profit for the year.....	€ 80,412,097

The profit for the year is the result of:

- the reversal of the surplus (€97 million) resulting from the difference between the amount originally earmarked for the recapitalization of the bridge banks and that actually used;
- allocations to the provisions for risks (€12 million) for any enforcement actions associated with the guarantees issued by the NRF in connection with resolution actions and other foreseeable risks; the net balance between this provision and the reversal indicated in the previous point are included in the item ‘Transfers to/from provisions for risk’;
- gains realized (€58 million) on the differences between the provisional and definitive valuations of the assets sold in 2015 to such bridge banks.

Finally, €63 million in interest expense, commissions and other fees contributed to the net result.

We believe that the overall amount of the provisions for risk is prudent.

The endowment fund having a negative balance does not pose a risk to the NRF as a going concern since it can call up mandatory contributions, current and future, from the banking system, which enables it to meet its commitments and guarantees. This is due in part to legislation that provides certainty under the law, clarifying that the negative balance of the endowment fund can be restored gradually by calling up smaller contributions over a longer period of time.

We have also examined the management report that accompanies the annual accounts and, within the scope of our responsibilities, consider it to be consistent with them.

During the financial year ending 31 December 2017, we monitored compliance with the law, the Bank of Italy measure issued on 18 November 2015 establishing the NRF, the procedures for preparing the NRF’s accounts pursuant to the Bank’s measure dated 29 March 2016, and the principles of proper management.

We have examined the adequacy of how the administrative and accounting aspects made available by the Bank of Italy are organized, checking how they function in practice and ascertaining that the system in place ensures a full and accurate accounting record of events. The accounts are kept in conformity with the standards and rules laid down by the law.

No significant facts warranting mention in this report have emerged in the course of our auditing activity or from our discussions with the auditing company that audited the accounts.

We therefore recommend that the annual accounts of the NRF for 2017, as well as the accompanying management report, be approved, in accordance with the Bank's measure of 29 March 2016.

Rome, 13 March 2018.

The Board of Auditors of the Bank of Italy

Dario Velo (Chairman)

Giuliana Birindelli

Lorenzo De Angelis

Gian Domenico Mosco

Sandro Sandri

BANCA D'ITALIA

Relazione della società di revisione
indipendente ai sensi dell'art.8 del
Provvedimento n. 1226609/2015 del
18 novembre 2015 della Banca d'Italia

Rendiconto del Fondo Nazionale di
Risoluzione al 31 dicembre 2017

Relazione della società di revisione indipendente

ai sensi dell'art.8 del Provvedimento n. 1226609/2015 del 18 novembre 2015 della Banca d'Italia

Al Direttorio della
Banca d'Italia

Relazione sulla revisione contabile del rendiconto del Fondo Nazionale di Risoluzione

Giudizio

Abbiamo svolto la revisione contabile dell'allegato rendiconto del Fondo Nazionale di Risoluzione (di seguito, anche, il "Fondo") costituito dallo stato patrimoniale al 31 dicembre 2017, dal conto economico, dal prospetto delle variazioni del fondo di dotazione per l'esercizio chiuso a tale data e dalla nota integrativa.

A nostro giudizio, il rendiconto fornisce una rappresentazione veritiera e corretta della situazione patrimoniale e finanziaria del Fondo Nazionale di Risoluzione al 31 dicembre 2017 e del risultato economico per l'esercizio chiuso a tale data, in conformità ai principi generali di redazione e ai criteri contabili e di valutazione descritti nella nota integrativa.

Elementi alla base del giudizio

Abbiamo svolto la revisione contabile in conformità ai principi di revisione internazionali (ISA Italia). Le nostre responsabilità ai sensi di tali principi sono ulteriormente descritte nella sezione *Responsabilità della società di revisione per la revisione contabile del rendiconto* della presente relazione.

Siamo indipendenti rispetto al Fondo e alla Banca d'Italia in conformità alle norme e ai principi in materia di etica e di indipendenza applicabili nell'ordinamento italiano alla revisione contabile. Riteniamo di aver acquisito elementi probativi sufficienti ed appropriati su cui basare il nostro giudizio.

Richiamo di informativa

Senza modificare il nostro giudizio, richiamiamo l'attenzione all'informativa riportata nella nota "[9] Fondo di dotazione" della nota integrativa relativa alla circostanza che il saldo negativo del fondo di dotazione (-795 milioni di Euro al 31 dicembre 2017) non determina rischi circa l'idoneità del Fondo ad assicurare le proprie funzioni istituzionali, poiché il Fondo Nazionale di Risoluzione possiede una capacità di richiamo delle contribuzioni obbligatorie, attuale e prospettica, che gli consente di fronteggiare gli impegni e le garanzie assunti nell'ambito degli interventi di risoluzione.

Responsabilità dell'Unità di Risoluzione e Gestione delle Crisi e del Collegio sindacale della Banca d'Italia per il rendiconto

L'Unità di Risoluzione e Gestione delle Crisi della Banca d'Italia (di seguito anche l'"Unità di Risoluzione"), in qualità di Autorità Nazionale di Risoluzione, è responsabile per la redazione del rendiconto che fornisca una rappresentazione veritiera e corretta in conformità ai principi generali di redazione e ai criteri contabili e di valutazione descritti nella nota integrativa e per quella parte del controllo interno dagli stessi ritenuta necessaria per consentire la redazione di un rendiconto che non contenga errori significativi dovuti a frodi o a comportamenti o eventi non intenzionali.

L'Unità di Risoluzione è responsabile per la valutazione della capacità del Fondo di continuare ad operare come un'entità in funzionamento e, nella redazione del rendiconto, per l'appropriatezza dell'utilizzo del presupposto della continuità aziendale, a meno che non abbia alternative realistiche a tale scelta.

Il Collegio Sindacale della Banca d'Italia svolge funzioni di controllo sull'amministrazione e per l'osservanza delle norme, verifica la regolare tenuta della contabilità del Fondo, la corretta redazione del rendiconto annuale e redige allo scopo una propria relazione.

Responsabilità della società di revisione per la revisione contabile del rendiconto

I nostri obiettivi sono l'acquisizione di una ragionevole sicurezza che il rendiconto nel suo complesso non contenga errori significativi, dovuti a frodi o a comportamenti o eventi non intenzionali, e l'emissione di una relazione di revisione che includa il nostro giudizio. Per ragionevole sicurezza si intende un livello elevato di sicurezza che, tuttavia, non fornisce la garanzia che una revisione contabile svolta in conformità ai principi di revisione internazionali (ISA Italia) individui sempre un errore significativo, qualora esistente. Gli errori possono derivare da frodi o da comportamenti o eventi non intenzionali e sono considerati significativi qualora ci si possa ragionevolmente attendere che essi, singolarmente o nel loro insieme, siano in grado di influenzare le decisioni economiche prese dagli utilizzatori sulla base del rendiconto.

Nell'ambito della revisione contabile svolta in conformità ai principi di revisione internazionali (ISA Italia) abbiamo esercitato il giudizio professionale e abbiamo mantenuto lo scetticismo professionale per tutta la durata della revisione contabile. Inoltre:

- abbiamo identificato e valutato i rischi di errori significativi nel rendiconto, dovuti a frodi o a comportamenti o eventi non intenzionali; abbiamo definito e svolto procedure di revisione in risposta a tali rischi; abbiamo acquisito elementi probativi sufficienti ed appropriati su cui basare il nostro giudizio. Il rischio di non individuare un errore significativo dovuto a frodi è più elevato rispetto al rischio di non individuare un errore significativo derivante da comportamenti o eventi non intenzionali, poiché la frode può implicare l'esistenza di collusioni, falsificazioni, omissioni intenzionali, rappresentazioni fuorvianti o forzature del controllo interno;
- abbiamo acquisito una comprensione del controllo interno rilevante ai fini della revisione contabile allo scopo di definire procedure di revisione appropriate nelle circostanze e non per esprimere un giudizio sull'efficacia del controllo interno del Fondo;
- abbiamo valutato l'appropriatezza dei principi contabili utilizzati nonché la ragionevolezza delle stime contabili effettuate dall'Unità di Risoluzione, inclusa la relativa informativa;
- siamo giunti ad una conclusione sull'appropriatezza dell'utilizzo da parte dell'Unità di Risoluzione del presupposto della continuità aziendale e, in base agli elementi probativi acquisiti, sull'eventuale esistenza di una incertezza significativa riguardo a eventi o circostanze che possono far sorgere dubbi significativi sulla capacità del Fondo di continuare ad operare come un'entità in funzionamento. In presenza di un'incertezza significativa, siamo tenuti a richiamare l'attenzione nella relazione di revisione sulla relativa informativa, ovvero, qualora tale informativa sia inadeguata, a riflettere tale circostanza nella formulazione del nostro giudizio. Le nostre conclusioni sono basate sugli elementi probativi acquisiti fino alla data della presente relazione.

- abbiamo valutato la presentazione, la struttura e il contenuto del rendiconto nel suo complesso, inclusa l'informativa, e se il rendiconto rappresenti le operazioni e gli eventi sottostanti in modo da fornire una corretta rappresentazione.

Abbiamo comunicato ai responsabili delle attività di governance, identificati ad un livello appropriato come richiesto dagli ISA Italia, tra gli altri aspetti, la portata e la tempistica pianificate per la revisione contabile e i risultati significativi emersi, incluse le eventuali carenze significative nel controllo interno identificate nel corso della revisione contabile.

Roma, 13 marzo 2018

BDO Italia S.p.A.

Rosanna Vicari
Socio