

**AUTO ABS ITALIAN STELLA LOANS 2023-1 S.R.L.**

Single-Member Company

Registered Office: Milan, Corso Vittorio Emanuele II, 24/28

Capital: Euro 10,000, fully paid up

Milan Company Register no. 12996670969 – REA no. 2697064

Tax Code and VAT no. 12996670969

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**Financial statements for the year ended 31 December 2023**

## Table of contents

GOVERNING BODY	2
STATEMENT OF FINANCIAL POSITION	3
INCOME STATEMENT	3
STATEMENT OF COMPREHENSIVE INCOME	5
STATEMENT OF CHANGES IN EQUITY	6
STATEMENT OF CASH FLOWS	7
NOTES TO THE FINANCIAL STATEMENTS	9
Introduction	
Part A – Accounting policies	12
A.1 Overview	12
A.2 Main items in the financial statements	16
A.3 Disclosure of transfers between portfolios of financial assets	17
A.4 Fair value disclosure	17
A.5 Day one profit/loss disclosure	17
Part B – Information on the Statement of Financial Position	19
Part C – Information on the Income Statement	20
Part D – Other information – Securitisation transaction	23
Section 1 – Specific disclosures on the activities carried out	23
Section 3 – Information on risks and risk management policies	35
Section 4 – Information on equity	35
Section 5 – Statement of Comprehensive Income	36
Section 6 – Related-party transactions	36
Section 7 – Other disclosures	37

**GOVERNING BODY**

Sole Director:

Solidea Barbara Maccioni

Sole Statutory Auditor:

Andrea Savino

Independent Auditors:

PricewaterhouseCoopers S.p.A.

**STATEMENT OF FINANCIAL POSITION**

<b>Assets</b>		<b>31/12/2023</b>
10	Cash and cash equivalents	9,531
120	Other assets	54,677
<b>Total assets</b>		<b>64,208</b>
<b>Liabilities and equity</b>		<b>31/12/2023</b>
80	Other liabilities	54,208
110	Capital	10,000
<b>Total liabilities and equity</b>		<b>64,208</b>

**INCOME STATEMENT**

<b>Costs – Revenues</b>		<b>31/12/2023*</b>
10	Interest and similar income	0
<b>30</b>	<b><i>Net interest income (loss)</i></b>	<b>0</b>
50	Fee expense	(43)
<b>60</b>	<b><i>Net fee income (expense)</i></b>	<b>(43)</b>
<b>120</b>	<b><i>Net trading income (loss)</i></b>	<b>(43)</b>
160	Administrative expenses	(54,207)
	(a) personnel expenses	(13,664)
	(b) other administrative expenses	(40,543)
200	Other operating income (charges)	54,250
<b>210</b>	<b><i>Operating costs</i></b>	<b>-</b>

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<i>260 Pre-tax profit (loss) from continuing operations</i>	-
<b>270 Income taxes on continuing operations</b>	-
<b><i>300 Profit (loss) for the year</i></b>	-

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\* The income statement refers to the period from 6 June 2023, i.e. the date on which the company was incorporated, to 31 December 2023

**STATEMENT OF COMPREHENSIVE INCOME**

31/12/2023

10.	<b>Profit (loss) for the year</b>	-
	<b>Other comprehensive income, net of tax, not to be reclassified to profit or loss</b>	-
20.	Equity securities measured at fair value through OCI	
30.	Financial liabilities measured at fair value through profit or loss (change in credit quality rating)	
40.	Hedging of equity securities measured at fair value through OCI	
50.	Property, plant and equipment	
60.	Intangible assets	
70.	Defined benefit plans	
80.	Non-current assets and disposal groups held for sale	
90.	Share of valuation reserves of equity-accounted investments	
	<b>Other comprehensive income, net of tax, to be reclassified to profit or loss</b>	-
100.	Foreign investment hedges	
110.	Exchange differences	
120.	Cash flow hedges	
130.	Hedging instruments (not measured)	
140.	Financial assets (other than equity securities) measured at fair value through OCI	
150.	Non-current assets and disposal groups held for sale	
160.	Share of valuation reserves of equity-accounted investments	
170.	<b>Total other comprehensive income, net of tax</b>	-
180.	<b>Total comprehensive income (items 10+170)</b>	-

## STATEMENT OF CHANGES IN EQUITY 2023

(in Euro)

	Balance as at 31/12/2022	Change in opening balance	Balance as at 01/01/2023	Allocation of prior-year profit		Changes occurred during the year					Total comprehensive income as at 31/12/2023	Equity as at 31/12/2023	
				Reserves	Dividends and other allocations	Change in reserves	Equity transactions						
							Issue of new quotas	Share buybacks	Extraordinary distribution of dividends	Change in equity instruments			Other changes
<b>Capital:</b>							10,000					-	10,000
Share premiums													
<b>Reserves:</b>													
a) retained earnings													
b) other													
<b>Valuation reserves:</b>													
<b>Equity instruments</b>													
Treasury shares													
<b>Profit (loss) for the year</b>							10,000					-	10,000
<b>Equity</b>							<b>10,000</b>					-	<b>10,000</b>

**STATEMENT OF CASH FLOWS AS AT 31 DECEMBER 2023 - DIRECT METHOD**

<b>A. OPERATING ACTIVITIES</b>	<b>31/12/2023</b>
<b>1. OPERATIONS</b>	-
- interest income (+)	-
- interest expense (-)	-
- dividends and similar income (+)	-
- net fee income (expense) (+/-)	(43)
- personnel expenses (-)	-
- other expenses (-)	(54,207)
- other revenues (+)	54,250
- tax expense (-)	-
<b>2. CASH GENERATED/ABSORBED BY FINANCIAL ASSETS</b>	<b>54,677</b>
- financial assets held for trading	-
- financial assets measured at fair value	-
- other assets mandatorily measured at fair value	-
- financial assets measured at fair value through OCI	-
- receivables due from financial institutions	-
- financial assets measured at amortised cost	-
- other assets	54,677
<b>3. CASH GENERATED/ABSORBED BY FINANCIAL LIABILITIES</b>	<b>(54,208)</b>
- financial liabilities measured at amortised cost	-
- financial liabilities held for trading	-
- financial liabilities measured at fair value	-
- other liabilities	(54,208)
<b>NET CASH FROM/USED IN OPERATING ACTIVITIES</b>	<b>(469)</b>
<b>- INVESTING ACTIVITIES</b>	
<b>1. CASH FROM</b>	<b>-</b>
- sales of equity investments	-
- dividends from equity investments	-
- sales of property, plant and equipment	-
- sales of intangible assets	-
- sales of business units	-
<b>2. CASH USED IN</b>	<b>-</b>
- purchases of equity investments	-
- purchases of property, plant and equipment	-
- purchases of intangible assets	-
- purchases of business units	-
<b>NET CASH FROM/USED IN INVESTING ACTIVITIES</b>	<b>-</b>
<b>C. FINANCING ACTIVITIES</b>	
- issue/repurchase of treasury shares	10,000
- issue/purchase of equity instruments	-
- dividend distribution and other allocations	-
<b>NET CASH FROM/USED IN FINANCING ACTIVITIES</b>	<b>-</b>
<b>NET CASH GENERATED/USED DURING THE YEAR</b>	<b>9,531</b>

**RECONCILIATION**

<b>Items</b>	<b>31/12/2023</b>
Opening cash and cash equivalents	0
Total net cash generated/used during the year	9,531

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Cash and cash equivalents: effect of change in exchange rate	
Closing cash and cash equivalents	9,531



## NOTES TO THE FINANCIAL STATEMENTS

### Company business

The Company was incorporated on 6 June 2023 under Italian Law no. 130 of 30 April 1999 (“Law 130/1999”) through public deed drafted by Ms Stefania Anzelini, Notary Public in Sesto San Giovanni, and is registered in the Bank of Italy’s List of Special Purpose Vehicles pursuant to the Bank of Italy’s “Provisions concerning disclosure and statistical requirements for special purpose vehicles engaged in securitisation transactions” issued on 7 June 2017.

In accordance with the Articles of Association and the provisions of law, the Company has the sole purpose of carrying out one or more securitisation transactions pursuant to Italian Law 130/1999 and subsequent implementing measures, by purchasing receivables, both existing and future, identifiable in block if multiple, and financing such purchase by issuing notes as per Article 1, paragraph 1, letter b) of Italian Law 130/1999, in such a manner as not to assume any credit risk. Under the Articles of Association and in accordance with the aforementioned law and related implementing measures, the receivables purchased by the Company in relation to each transaction represent assets that are for all intents and purposes segregated from those of the Company as well as from those relating to any other transactions. Creditors other than the holders of the notes issued to fund the purchases shall have no claim to such assets.

Within the scope of the corporate purpose, the Company carried out the two following securitisation transactions in compliance with Italian Law 130/1999.

On 19 October 2023, the Company purchased, without recourse, from Stellantis Financial Services Italia S.p.A., a first portfolio of receivables pursuant to Italian Law 130/1999, deriving from car loan agreements originated by Stellantis Financial Services Italia S.p.A., for Euro 749,999,550.82.

The transaction was completed on 25 October 2023 with the issue of five classes of Asset-Backed Notes due October 2039, amounting to a total of Euro 760,500,000.00:

- Euro 660,000,000 Class A Asset-Backed Floating-Rate Notes (Senior Notes), ISIN Code IT0005565798;
- Euro 42,000,000 Class B Asset-Backed Floating-Rate Notes (Mezzanine Notes), ISIN Code IT0005565806;
- Euro 17,250,000 Class C Asset-Backed Floating-Rate Notes (Mezzanine Notes), ISIN Code IT0005565814;
- Euro 30,750,000 Class D Asset-Backed Floating-Rate Notes (Mezzanine Notes), ISIN Code IT0005565822;
- Euro 8,920,860 Class E Asset-Backed Floating-Rate Notes (Mezzanine Notes), ISIN Code IT0005565830;
- Euro 1,000,000 Class Z Asset-Backed Variable-Return Notes (Junior Notes), ISIN Code IT0005565855.

At the time of issue, the Class A Notes listed on the Luxembourg Stock Exchange were rated “AA (high) (sf)” by DBRS and “AA (sf)” by Fitch (High level bonds – good opinion).

The annual interest rate on Senior Notes is 1.03%, payable with monthly coupons in arrears, starting from the first payment date of December 2023.

At the time of issue, the Class B Notes (Mezzanine Notes) listed on the Luxembourg Stock Exchange were rated “AA (low) (sf)” by DBRS and “A+sf” by Fitch.

The annual interest rate on Class B Notes is 2.25%, payable with monthly coupons in arrears, starting from the first payment date of December 2023.

The Class C Notes (Mezzanine Notes) listed on the Luxembourg Stock Exchange were rated “AA (high)(sf)” by DBRS and “BBB+sf” by Fitch.

The annual interest rate on Class C Notes is 3.20%, payable with monthly coupons in arrears, starting from the first payment date of December 2023.

The Class D Notes (Mezzanine Notes) listed on the Luxembourg Stock Exchange were rated “BBB (high)(sf)” by DBRS and “BBB (high)(sf)” by Fitch.

The annual interest rate on Class D Notes is 4.90%, payable with monthly coupons in arrears, starting from the first payment date of December 2023.

The Class E Notes (Mezzanine Notes) listed on the Luxembourg Stock Exchange were rated “BBB (low)(sf)” by DBRS and “BB+sf” by Fitch.

The annual interest rate on Class E Notes is 7.94%, payable with monthly coupons in arrears, starting from the first payment date of December 2023.

Class Z Notes (Junior Notes) are not rated and are not listed on any regulated market. No interest rate is applied and the Notes offer a variable return equal to the amount of the funds remaining after all the high priority payments envisaged in the “Pre Trigger Notice Priority of Payments in respect of Interest” are made.

In assigning their ratings, the rating agencies used the portfolio quality assessment method.

The Company, which is incorporated in Italy and issued debt securities with a unit par value of Euro 100,000 traded on the Luxembourg stock exchange, has chosen Luxembourg as its Member State of origin in accordance with the laws applicable in that country.

On 15 December 2023, the Company purchased, without recourse, another portfolio of receivables for Euro 22,665,087.39.

The transaction performed regularly during the first reporting period, with payment of interest accrued on the Notes totalling Euro 12,518 thousand and repayment of principal on Class E Notes totalling Euro 1,579 thousand.

For a qualitative and quantitative description of the transaction undertaken, along with the agreements entered into, please refer to “Part D – Other Information” in the Notes to the Financial Statements.

### **Securitisation transaction**

The Company exclusively carries out receivables securitisation transactions pursuant to Italian Law 130/1999 and recognised the receivables purchased, the notes issued, and the other transactions carried out as part of the securitisation transaction in the Notes to the Financial Statements consistently with the provisions of Italian Law no. 130 of 30 April 1999, according to which “the receivables relating to each transaction represent assets that are for all intents and purposes segregated from those of the Company as well as from those relating to any other transactions”.

Therefore, the amounts related to the securitisation transaction were generally not affected by the adoption of IASs/IFRSs, as these standards do not in any way prescribe disclosure requirements for segregated assets.

For the sake of completeness, it should be noted that the accounting treatment under IFRS of financial assets and/or groups of financial assets as well as financial liabilities arising from securitisation transactions is still being discussed by the bodies responsible for interpreting accounting standards.

It is also noted that Italian Legislative Decree 139/2015, published on 4 September 2015 and effective for years beginning on or after 1 January 2016, introduced significant changes in relation to measurement criteria for certain financial statement items for companies preparing their financial statements under the accounting rules prescribed by the Italian Civil Code and accounting standards.

Specifically, such changes include measurement at amortised cost of receivables and liabilities that arose during 2016 as well as the measurement at fair value of derivatives outstanding at the date of first application of the decree.

The Bank of Italy's Provision of 15 December 2015 – to which reference is made for the presentation of segregated assets, pending new relevant legislation – expressly established that Part D of the Notes to the Financial Statements shall include a specific section presenting – in summary form – at least the following information for each individual securitisation transaction carried out:

- amount of the receivables purchased (par value and purchase price);
- amount of the notes issued, broken down by class and seniority;

as well as all additional information deemed necessary to give a comprehensive view of the transaction, it being understood that the reporting entity should prevent an excess of information from making the document less clear and easy to understand.

The same provision also requires disclosing the following information for each securitisation transaction:

- a) summary statement of securitised assets and notes issued;
- b) qualitative information;
- c) quantitative information.

### **Structure and content of the Financial Statements**

The Financial Statements were prepared in accordance with Italian Legislative Decree no. 38 of 28 February 2005 and the Instructions issued by the Bank of Italy in its provision of 29 October 2021, as amended, and consist of:

- Statement of Financial Position and Income Statement
- Statement of Comprehensive Income
- Statement of Changes in Equity
- Statement of Cash Flows
- Notes to the Financial Statements

#### *Part A – Accounting policies*

##### *A.1 Overview*

##### *A.2 Main items in the financial statements*

##### *A.3 Disclosure of transfers between portfolios of financial assets*

##### *A.4 Fair value disclosure*

##### *A.5 Day one profit/ loss disclosure*

#### *Part B – Information on the Statement of Financial Position*

#### *Part C – Information on the Income Statement*

#### *Part D – Other information.*

These Financial Statements are also accompanied by the Report on Operations.

Since the Company is a Public Interest Entity as defined in Article 16 of Italian Legislative Decree no. 39 of 27 January 2010, in accordance with said Legislative Decree, it appointed the independent auditors PricewaterhouseCoopers S.p.A. to conduct statutory audits for nine years, from 2023 to 2031.

## Part A – Accounting policies

### A.1 Overview

#### Section 1 - Statement of compliance with international accounting standards

The financial statements for the year ended 31 December 2023 have been prepared in full compliance with the International Financial Reporting Standards (IFRSs) and related interpretations of the International Accounting Standards Board (IASB), adopted by the Legislator with Italian Legislative Decree No. 38 of 28 February 2005 following the issue of Regulation (EC) No. 1606/2002, as an issuer of financial instruments admitted to trading on EU regulated markets, in accordance with the provisions of Article 2 of Italian Legislative Decree No. 38/2005.

Although special purpose vehicles have been eliminated from the scope of the Bank of Italy's Provision of 9 December 2016 since, pursuant to Italian Legislative Decree 141/2010 and subsequent amendments, such entities no longer qualify as non-bank financial intermediaries, and considering that IAS 1 does not prescribe a specific format for the financial statements, the Governing Body deemed that there is no impediment to the voluntary adoption of the formats and indications set forth in the Bank of Italy's instructions as last amended by the provision of 17 November 2022 concerning "Financial Statements of Non-Bank IFRS Intermediaries", as supplemented by communication dated 14 March 2023 "Update of the Provision concerning the "Financial Statements of Non-Bank IFRS Intermediaries" in relation to the impacts of COVID-19 and measures to support the economy", which repeals and replaces the previous one.

These have been deemed the most suitable for providing information on the financial position, financial performance and cash flows of the Company that is useful for financial statement users in making economic decisions and is relevant, reliable, comparable and intelligible in terms of Company operations. The Company therefore applied the IASs/IFRSs in force as at 31 December 2023 (including the SIC and IFRIC interpretations) as endorsed by the European Commission.

The Company exclusively carries out receivables securitisation transactions pursuant to Italian Law 130/1999 and recognised the receivables purchased, the notes issued, and the other transactions carried out as part of the securitisation transaction in the Notes to the Financial Statements consistently with the provisions of Italian Law no. 130 of 30 April 1999, according to which "the receivables relating to each transaction represent assets that are for all intents and purposes segregated from those of the Company as well as from those relating to any other transactions".

Instead, as concerns the segregated assets, as already pointed out, reference was made, again whilst awaiting a new legislative source to regulate the matter, to the previous instructions of the Bank of Italy given on 15 December 2015 "Instructions for the Preparation of Financial Statements and Reports of Financial Intermediaries, Payment Institutions, Electronic Money Institutions, Asset Management and Brokerage Firms", in continuity with the information given in the financial statements for the previous year.

Such approach was deemed to be the most suitable for providing users of Financial Statements with the necessary information on the Company's equity and financial situation, financial performance and cash flows so as to enable them to take informed financial decisions, also guaranteeing that such information is relevant, reliable, comparable and understandable.

## Section 2 – Basis of preparation

The Financial Statements were prepared to present a true and fair view of the Company's financial position, financial performance and cash flows. The Company prepared the Financial Statements on a going concern basis (IAS 1 para. 25), using the accrual basis of accounting (IAS 1 para. 27 and 28), and ensuring the consistency of presentation and classification of items in the financial statements (IAS 1 para. 45). Assets and liabilities, and income and expenses were not offset unless required or permitted by a standard or interpretation (IAS 1 para. 32).

The financial statements consist of the statements required by IAS 1, i.e. the Statement of Financial Position, the Income Statement, the Statement of Comprehensive Income, the Statement of Changes in Equity, the Statement of Cash Flows, and the Notes to the Financial Statements. They are accompanied by the Report on Operations.

Financial asset and liabilities are recognised in the Notes to the Financial Statements in accordance with the administrative provisions issued by the Bank of Italy under article 9 of Italian Legislative Decree 38/2005, in compliance with international accounting standards. This approach is also in line with the provisions of Italian Law 130/1999, which sets out that the receivables relating to each transaction represent assets that are for all intents and purposes segregated from those of the Company as well as from those relating to any other transactions. Therefore, the financial assets purchased, the notes issued, and the other transactions carried out as part of securitisation transaction(s) are described in the Notes and are not part of the Financial Statements. They are shown separately in the Notes to the Financial Statements, which includes the qualitative and quantitative information needed to give a clear and comprehensive view of the Company's performance, equity and financial position, and, separately, of the securitisation transaction.

For completeness of information, it should be noted that the accounting treatment under IFRS of financial assets and/or groups of financial assets as well as financial liabilities arising from securitisation transactions is still being discussed by the bodies responsible for interpreting accounting standards.

The financial statements were prepared using the Euro as reporting currency; unless otherwise noted, all amounts in the Note to the Financial Statements are in thousands of Euro.

These financial statements are accompanied by the Report on Operations.

The basis of preparation was as follows:

**- Going concern (IAS 1 Revised para. 25 and 26)**

Assets and liabilities are measured on a going concern basis.

**- Accrual basis of accounting (IAS 1 Revised para. 27 and 28)**

Costs and revenues, regardless of when they are settled, are recognised as they accrue or are incurred.

**- Consistency of presentation (IAS 1 Revised para. 45)**

The presentation and classification of items in the financial statements are retained from one period to the next in order to ensure the comparability of information, unless an International Accounting Standard or an Interpretation requires a change in presentation or another presentation or classification would provide information that is more reliable and relevant. When the presentation or classification of items in the financial statements is amended, the changed presentation or classification shall apply retroactively, if possible; in this case, the entity shall indicate the nature of and the reason for the change, as well as the items concerned. For the purposes of the presentation and classification of items in the financial statements, the Company uses the formats established by the Bank of Italy in the provision "Financial Statements of Non-Bank IFRS Intermediaries" dated 17 November 2022.

**- Aggregation and materiality (IAS 1 Revised para. 29)**

Each material class of similar items shall be presented separately in the financial statements. Items of a dissimilar nature or function shall be presented separately unless they are immaterial.

**- Offsetting (IAS 1 Revised para. 32)**

Assets and liabilities, and costs and revenues, are not offset unless required or permitted by an International Accounting Standard or an Interpretation, or by the formats and instructions issued by the Bank of Italy.

**- Comparative information**

Comparative information is disclosed in respect of the previous year for all amounts reported in the financial statements, except when an International Accounting Standard or an Interpretation permits or requires otherwise. Comparative information is included also for descriptive information when it is relevant to an understanding of the financial statements.

**Section 3 – Events after the reporting period**

Please note that, after 31 December 2023 and up to the date of approval of these financial statements, no corporate events occurred such as to have a material impact on the financial position and income statement results (IAS 10 § 8).

In reference to the segregated assets, it is noted that after the end of the reporting period, on 12 January 2024, additional receivables were purchased for an amount of Euro 12,333 thousand.

**Section 4 – Other aspects*****A.1 New accounting standards effective for periods beginning on or after 1 January 2023***

The Company has adopted the IASs/IFRSs to draw up the Financial Statements for the year ended 31 December 2023.

IASs/IFRSs means all the International Accounting Standards (“IAS”), all the International Financial Reporting Standards (“IFRS”), and all the interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”), formerly the Standing Interpretations Committee (“SIC”), as endorsed by the European Commission. The Company also complied with the “Framework for the Preparation and Presentation of Financial Statements” (“Framework”), with particular reference to the principles of substance over legal form as well as to significance and materiality of information.

Pursuant to the provisions of Article 2 of Italian Legislative Decree 38/2005, the Company, as an issuer of financial instruments admitted to trading on EU regulated markets, has prepared the financial statements in accordance with the accounting standards issued by the International Accounting Standards Board (IASB) and the relevant interpretations by the International Financial Reporting Interpretations Committee (IFRIC), as endorsed by the European Commission and introduced into Italian law by said Legislative Decree 38/2005.

The Company exclusively carries out receivables securitisation transactions pursuant to Italian Law 130/1999 and has recognised the receivables purchased, the notes issued, and the other transactions carried out as part of securitisation transactions in the Notes to the Financial Statements, and not in the Statement of Financial Position, addressing the need to separate the assets of each securitisation transaction from the Company’s assets.

**Amendments to the accounting standards endorsed by the European Commission**

The following table shows the new international accounting standards – or amendments to accounting standards already in force – along with the relevant European Commission Endorsement Regulations, which came into force in 2023.

Standards, amendments or interpretations	Issue date	Initial application
<b>IFRS 17 Insurance Contracts</b> (including Amendments to IFRS 17)	23/11/2021	01/01/2023
<b>Amendments to IFRS 17</b> The amendment to the transitory provisions of IFRS 17 allows companies to overcome one-time classification differences in comparative information for the previous reporting period upon initial application of IFRS 17 and IFRS 9 Financial Instruments	09/09/2022	01/01/2023
<b>Amendments to IAS 1 - Presentation of Financial Statements</b>	03/03/2022	01/01/2023
<b>Amendments to IAS 8 - Accounting policies, Changes in Accounting Estimates and Errors</b> The amendments clarify the differences between accounting policies and accounting estimates (monetary amounts subject to measurement uncertainty) in order to guarantee the consistent application of accounting standards and comparability of financial statements	03/03/2022	01/01/2023
<b>Amendments to IAS 12 - Income Taxes</b> These amendments clarify how companies must account for deferred tax on transactions such as leases and decommissioning obligations and seek to reduce the diversity in recognising in the financial statements deferred tax assets and liabilities on leases and decommissioning obligations	12/08/2022	01/01/2023
<b>Amendments to IFRS 17</b> The Regulation governs the exemption from the obligation of using annual cohorts for groups of contracts, as envisaged by International Financial Reporting Standard 17 – Insurance contracts (IFRS 17), for contracts characterised by intergenerational mutualisation and suitable cash flows	13/09/2023	01/01/2023
<b>Amendments to IAS 12 - Income Taxes</b> These amendments introduce a temporary exception for entities to recognise and disclose deferred tax assets and liabilities related to Pillar II rules. The amendments also provide additional disclosure requirements in relation to an entity's exposure to Pillar II income taxes.	9 November 2023	01/01/2023

On the basis of the analyses carried out, the application of the aforementioned standards did not have a substantial impact on the current Company's statement of financial position and income statement.

Here below are the amended accounting standards that were not yet effective as at 1 January 2023:

Standards, amendments or interpretations	Issue date	Initial application
<b>Amendments to IFRS 16 - Lease Liability in a Sale and Leaseback</b> The amendments introduced require that, in applying the measurement requirements for lease liabilities in a sale and leaseback transaction with variable lease payments, the seller-lessee determines the "lease payments" in such a way that it does not recognise any amount of the gain or loss that relates to the right of use retained by the seller-lessee itself	21/11/2023	01/01/2024

The above standards and interpretations have no impact on the Company.

#### TAX EXPENSE

The Italian Revenue Agency's Circular 8/E of 6 February 2003, governing the tax treatment of special purpose vehicles' segregated assets, states that income resulting from the management of securitised assets, during the completion of the transactions, is not available to the Company. The restriction on the use of these segregated assets rules out, a priori, the possession of a taxable income.

Therefore, such asset flows are not available to the special purpose vehicle either from a legal or from a tax point of view during the transaction. Only after all creditors have been paid back, any remaining amount will be available to the Company, as per the relevant arrangements.

This is also in line with the Bank of Italy's Provision of 29 March 2000, according to which the income statement of a Company is not impacted by income and expenses pertaining to the management of a securitisation transaction.

### ***A.2 Main items in the financial statements***

The following is a description of the accounting standards used in the preparation of the financial statements as at 31 December 2023 with reference to only the items in the Statement of Financial Position and Income Statement.

The measurement criteria are consistent with those used to prepare the financial statements for the previous year.

## **ASSETS**

### **Section 1 – Cash and cash equivalents**

The item includes legal tender, including foreign notes and coins and all on-demand receivables due from banks and the Central Bank, in the technical forms of current and deposit accounts, with the exception of the Minimum Reserve. Cash on hand is accounted for at par value.

### **Section 12 – Other assets**

This item includes receivables that cannot be allocated to other asset items in the Statement of Financial Position.

These items are recognised at par value or realisable value, if lower.

## **LIABILITIES**

### **Section 8 – Other liabilities**

This item includes payables that cannot be allocated to other liability items in the Statement of Financial Position, in particular payables due to suppliers or to segregated assets.

These items are recognised at par value, representing the repayment value.

## **DEFERRED AND CURRENT TAXES**

### **Recognition**

Taxes are recognised when the different types of withholding and other taxes can be assessed.

### **Classification**

This item includes current and deferred tax assets and liabilities.

### **Measurement**

Deferred tax assets and liabilities are not offset.

Current tax assets are recognised at the par value of the receivables related to the payments on account made. Current tax liabilities are recognised at the par value of the amount withheld, while the tax expense for the year is determined on the basis of a realistic estimate of the amount expected to be paid under current tax legislation.

Deferred tax liabilities are calculated independently of the current or prospective tax loss; deferred tax assets are recognised only when there is the reasonable expectation for their recoverability.

### **Derecognition**

Current tax assets and liabilities are derecognised when the different types of taxes levied as withholding agent are paid when due under the law.

Deferred taxes are derecognised based on their expected recoverability.



**COSTS AND REVENUES**

Costs are recognised in the income statement when a decrease in future economic benefits related to a decrease in an asset or an increase of a liability has arisen that can be measured reliably. Costs are recognised in the income statement by directly matching costs incurred with the associated revenue item (matching principle). All costs relating to securitisation procedures are charged back directly to the securitisation transaction.

Revenues are recognised in the income statement when an increase in future economic benefits related to an increase in an asset or a decrease of a liability has arisen that can be measured reliably. This means that revenue is recognised at the same time as an increase in an asset or a decrease in a liability is recognised. The main revenue item in the Company's financial statements derives from the charging back of costs related to the aforementioned securitisation procedure.

**A.3 Disclosure of transfers between portfolios of financial assets**

As for the disclosures required under IFRS 7, there were no reclassifications of financial assets between different portfolios.

**A.4 Fair value disclosure**

IFRS 13 "Fair Value Measurement" sets out a single framework for measuring fair value, by replacing the rules included in the various accounting standards and providing full guidance as to how to measure the fair value of financial and non-financial assets and liabilities.

IFRS 13 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

**A.5 Day one profit/loss disclosure**

Since in 2023 the Company did not use any financial instruments as part of its operations, there is no day one profit/loss disclosure to be made.

Here below is the information described in Parts B, C and D of the Notes to the Financial Statements. It should be noted that the Company did not provide either information on cases that are not relevant to these financial statements, or the amounts concerning items that are not present or lower than Euro 1,000, which is the measuring unit in which the Notes are expressed.

**Part B – Information on the Statement of Financial Position****Assets****Section 4 – Cash and cash equivalents – Item 10**

<b>Breakdown</b>	<b>31.12.2023</b>
Deposits and current account	10
<b>Total carrying amount</b>	<b>10</b>

This item consisted of the balance on the Company’s bank account, totalling approximately Euro 10 thousand, and is to be considered as receivable on demand.

**Section 12 – Other assets – Item 120**

## 12.1 Breakdown of item 120 “Other assets”

<b>Breakdown</b>	<b>31.12.2023</b>
Receivables due from segregated assets	55
<b>Total carrying amount</b>	<b>55</b>

This item amounted to approximately Euro 41 thousand and entirely consisted of the receivable for the Issuer Retention Amount charged to the segregated assets for maintaining the Company in good standing.

**Liabilities****Section 8 – Other liabilities – Item 80**

## 8.1 Breakdown of item 80 “Other liabilities”

<b>Breakdown</b>	<b>31.12.2023</b>
Payables due to suppliers and for invoices not yet received	51
Payables due to segregated assets	3
<b>Total carrying amount</b>	<b>54</b>

This item amounted to approximately Euro 41 thousand and consisted mostly of payables due to suppliers.

**Section 11 – Equity – Items 110, 120, 130, 140, 150, 160 and 170**

## 11.1 Capital: breakdown

<b>Type</b>	<b>Amount</b>
1.Capital	
1.1 Ordinary shares	10

The capital, consisting of quotas, subscribed and paid up for a total of Euro 10 thousand, is held by the single member *Special Purpose Entity Management 2 S.r.l.*

### 11.5 Other information

The Company does not hold, and has not held during the period, any treasury shares or shares or quotas in parent companies, either directly or through trust companies or nominees.

There is no information to be provided with regard to the requirements pursuant to IAS 1 para. 79, lett. a), (iii), (v), (vi), (vii), para. 136A, para. 137 and para. 80A.

Pursuant to article 2427, no. 7-bis of the Italian Civil Code, here below is the breakdown of Equity by possible use and distributability, as well as the description of the uses made during the previous three years.

Nature/description	Amount	Possible use	Amount available	Summary of uses made in the previous three years	
				to cover losses	for other reasons
Capital	10				
Retained earnings					
Profit carried forward					
Total	10	A-B			
Non-distributable portion			-		
Distributable residual portion			-		

A: for capital increase

B: to cover losses

C: for distribution to members

### Guarantees, Commitments and Off-balance-sheet transactions

#### Guarantees in favour of third parties

As at 31 December 2023, the Company had not issued any guarantees in favour of third parties.

#### Commitments

As at 31 December 2023, the Company had no commitments.

#### Off-balance-sheet transactions

As at 31 December 2023, there were no off-balance-sheet transactions outstanding.

#### Foreign currency assets and liabilities

As at 31 December 2023, the Company had no foreign currency assets or liabilities.

### Part C – Information on the Income Statement

#### Section 1 – Interest – Items 10 and 20

2.2 Fee expense: breakdown

This item shows total amounts of less than Euro 1,000 and entirely consists of bank current accounts management fees.

**Section 10 – Administrative expenses – Item 160**10.1 Personnel expenses: breakdown

Items / Sectors	31.12.2023
<b>1. Employees</b>	-
a) salaries and wages	-
b) social security charges	-
c) post-employment benefits	-
d) social security contributions	-
e) provision for post-employment benefits	-
f) provision for pension and similar obligations:	-
- defined contribution plans	-
- defined benefit plans	-
g) payments to external supplementary pension schemes:	-
- defined contribution plans	-
- defined benefit plans	-
h) other employee benefits	-
<b>2. Other personnel</b>	-
<b>3. Directors and Statutory Auditors</b>	14
<b>4. Retired personnel</b>	-
<b>5. Recovery of expenses for employees seconded to other companies</b>	-
<b>6. Reimbursement of expenses for employees seconded to the Company</b>	-
<b>Total</b>	<b>14</b>

This item consisted exclusively of the remuneration of the Control Body.

10.3 Breakdown of item 160 “Other administrative expenses”

The item, amounting to about Euro 41 thousand, consisted mainly of expenses for the certification of financial statements, administrative services and other operating expenses.

Breakdown	31.12.2023
Certification of financial statements	36
Other administrative expenses	5
<b>Total administrative expenses</b>	<b>41</b>

**Section 14 – Other operating income (charges) – Item 200***14.2 Other operating income: breakdown*

The item, amounting to about Euro 41 thousand, mainly consisted of the Issuer Retention Amount required to maintain the Company in good standing.

<b>Breakdown</b>	<b>31.12.2023</b>
Recovery of maintenance costs	54
<b>Total other operating income</b>	<b>54</b>

**Part D – Other information – Securitisation transaction****Section 1 – Specific disclosures on the activities carried out****F1 – Summary of securitised assets and notes issued****A – SUMMARY OF THE TRANSACTION**

	<b>31/12/2023</b>
<b>A. SECURITISED ASSETS</b>	
<b>A1) Receivables</b>	741,626,983
<b>TOTAL A)</b>	<b>741,626,983</b>
<b>B. USE OF FUNDS FROM LOAN SERVICING</b>	
<b>B3) Other</b>	25,698,813
<b>TOTAL B)</b>	<b>25,698,813</b>
<b>C. NOTES ISSUED</b>	
Class A Notes	660,448,800
Class B Notes	42,035,700
Class C Notes	17,266,934
Class D Notes	30,787,464
Class E Notes	8,935,490
Class Z Notes	6,443,278
<b>TOTAL C)</b>	<b>765,917,666</b>
<b>D. BORROWINGS</b>	<b>0</b>
<b>E. OTHER LIABILITIES</b>	<b>1,408,130</b>
<b>DIFFERENCE A + B - C - D - E</b>	<b>-</b>
<b>F. INTEREST EXPENSE ON NOTES ISSUED</b>	<b>13,071,322</b>
<b>G. COMMISSIONS AND FEES CHARGED TO THE TRANSACTION</b>	
G1) for servicing	112,951
G2) for other services	942,440
<b>TOTAL G)</b>	<b>1,055,390</b>
<b>H. OTHER CHARGES</b>	<b>4,890,345</b>
<b>I. INTEREST INCOME FROM SECURITISED ASSETS</b>	<b>13,237,179</b>
<b>L. OTHER REVENUES</b>	<b>5,779,879</b>
<b>DIFFERENCE I + L - F - G - H</b>	<b>-</b>

**Measurement criteria adopted in preparing the Summary statement of securitised assets and notes issued.**

With regard to Section 1, Part A.1 of these Notes to the Financial Statements, in compliance with Italian Law no. 130 of 30 April 1999, which sets out that “the receivables relating to each transaction represent assets that are for all intents and purposes segregated from those of the Company as well as from those relating to any other transactions”, the Company prepared its Financial Statements in accordance with the Bank of Italy’s Instructions of 15 December 2015. Therefore, the receivables purchased, the notes issued, and the other transactions carried out as part of the securitisation transaction(s) are recognised in the Notes and are not part of the financial statements.

Considering the nature of the transaction entered into and the Company’s limited operational capacity, the accounting information and measurements of the Securitised Assets have been directly communicated by the Servicer and correspond to the values derived from its accounting and information systems, in accordance with the terms of the servicing agreement.

In particular, the criteria adopted for measuring the most material items are set out below.

**Securitised assets – Receivables**

Receivables are recognised at the purchase price and are recorded during the course of the transaction net of the collections in the period. At the end of the reporting period, their amount may be decreased to reflect their estimated realisable value as directly communicated by the Servicer of the transaction. They include accrued interest income which is deemed to be recoverable.

Impairment losses on receivables are determined by the Servicer in application of IFRS 9, which requires financial assets not measured at fair value through profit or loss, represented by debt securities and loans, to be measured using the ECL (Expected Credit Losses) impairment model. These impairment losses mirror what was accounted for in the Financial Statements of the Originator.

**Use of funds – Receivables due from banks**

The assets that comprise this item are recognised at par value, equal to their estimated realisable value, including any interest accruing.

**Notes issued**

The notes are recognised at par value plus interest accruing.

**Other liabilities**

The liabilities that comprise this item are recognised at par value.

**Costs and revenues**

Costs and revenues are recognised on an accrual basis, including through the recognition of accruals and deferrals. Where technically appropriate, accruals and deferrals are added directly to or deducted directly from the relevant assets or liabilities.

**Breakdown of items included in the summary of the transaction**

Below is the breakdown of the main items.

**Securitised assets – Receivables**

The item is broken down as follows:

<i>(in thousands of Euro)</i>	<b>Balance as at 31/12/2023</b>
- QC receivables past due	214
- CQ receivables falling due	737,770
- Receivables for overdue interest	19
- Receivables for accrued interest at transfer	2,868
- Accrued interest income	1,785
- Provision for impairment losses on receivables	(1,029)
<b>Total A)</b>	<b>741,627</b>

**Use of funds from loan servicing**

The item is broken down as follows:

<i>(in thousands of Euro)</i>	<b>Balance as at 31/12/2023</b>
- Cash on the transaction bank current accounts	23,997
- Due from tax authorities for withholding tax on interest	64
- SWAP accrued income	404
- Receivables due from ordinary operations	3
- Other receivables	1,231
<b>Total B)</b>	<b>25,699</b>

**Notes issued**

The item is broken down as follows:

<i>(in thousands of Euro)</i>	<b>Balance as at 31/12/2023</b>
- Class A	660,000
- Interest accruing on Class A	449
- Class B	42,000
- Interest accruing on Class B	36
- Class C	17,250
- Interest accruing on Class C	17
- Class D	30,750
- Interest accruing	38
- Class E	8,921
- Interest accruing	14
- Class Z	1,000
	5,443
<b>Total C)</b>	<b>765,918</b>



**Other liabilities**

The item is broken down as follows:

<i>(in thousands of Euro)</i>	<b>Balance as at 31/12/2023</b>
- Payables due to suppliers and for invoices not yet received	127
- Payables for portfolio management	55
- Sundry payables	802
- Payables due to the Originator	69
- SWAP accrued expenses	355
<b>Total E)</b>	<b>1,408</b>

**Interest expense on Notes issued**

The item is broken down as follows:

<i>(in thousands of Euro)</i>	<b>Balance as at 31/12/2023</b>
- Class A - Interest expense	6,151
- Class B - Interest expense	488
- Class C - Interest expense	231
- Class D - Interest expense	511
- Class E - Interest expense	233
- Class Z - Variable interest expense	5,457
<b>Total F)</b>	<b>13,071</b>

**Commissions and fees charged to the transaction**

The item is broken down as follows:

<i>(in thousands of Euro)</i>	<b>Balance as at 31/12/2023</b>
G1) Servicing	113
<i>Total</i>	<b>113</b>

**G2) Corporate, Master, Back-Up Servicer – Computation**

Agent	
Corporate Servicing	13
Calculation Agent	7
Certified email and Relations Archive	1
Supervisory fees	198
Representative of the Noteholders	3
Paying Agent and Account Bank	39
Legal services	241
Portfolio Manager fee	102
Placement fee	83
Sundry administrative	5
Listing Agent	6
Administrative services	63
Monte Titoli	5
Notary fees	1
Listing of Notes, Rating	134
Maintenance of Good Standing	41

<i>Total</i>	942
<b>Total G)</b>	<b>1,055</b>

**Other charges**

The item is broken down as follows:

<i>(in thousands of Euro)</i>	<b>Balance as at 31/12/2023</b>
- Official Gazette and Lux SE publications	52
- IRS Payments	4,838
<b>Total H)</b>	<b>4,890</b>

**Interest income from securitised assets**

The item is broken down as follows:

<i>(in thousands of Euro)</i>	<b>Balance as at 31/12/2023</b>
- Interest income on receivables	13,686
- Bad debt provision	(1,029)
- Expense reimbursement	538
- Early repayment fees	42
<b>Total I)</b>	<b>13,237</b>

**Other Revenues**

The item is broken down as follows:

<i>(in thousands of Euro)</i>	<b>Balance as at 31/12/2023</b>
- Interest income on current accounts	245
- IRS Income	5,534
<b>Total L)</b>	<b>5,779</b>

**QUALITATIVE INFORMATION****F.2 – Description and performance of the transaction***Transaction dates*

On 19 October 2023, the Company purchased, without recourse, from Stellantis Financial Services Italia S.p.A., a portfolio of receivables pursuant to Italian Law 130/1999, deriving from car loan agreements originated by the same Bank.

The transaction was completed on 25 October 2023 with the issue of five classes of Asset-Backed Notes due October 2039, amounting to a total of Euro 760,500,000.00.

The Senior and Mezzanine Notes are listed on the Luxembourg Stock Exchange.

*Originator*

The Originator is Stellantis Financial Services Italia S.p.A. with registered office in Via Plava 80, Turin.

*Assigned receivables*

The receivables purchased without recourse are represented by car loan agreements.

The par value and purchase price of the receivables was equal to Euro 749,999,550.82.

The consideration for the transfer of the initial portfolio including the interest accrued at the measurement date was Euro 741,626,983.39.

The Company settled the payment of the initial portfolio of receivables, amounting to Euro 749,999,550.82, by crediting the Originator's account net of the issue price of the Class A, Class B, Class C, and Class D Notes.

Subsequent portfolio:

Date	Amount
15/12/2023	22,665.08

### Performance of the transaction

On 19 October 2023, the transfer of a pool of performing loans to the SPV Auto ABS Italian Stella Loans 2023-1 S.r.l. was formalised, whilst the issue of notes took place on 25 October 2023.

In 2023, an additional portfolio of receivables of the same type was purchased from Stellantis Financial Services Italia S.p.A.

Within the scope of the servicing activity, Stellantis Financial Services Italia S.p.A., as Servicer, provides collection and credit monitoring services and timely issues the monthly reports relating to the performance of the transaction.

Payments are made according to the priorities provided for in the transaction documents (Offering Circular) and are reported in the Monthly Payments Reports.

The liquidity deriving from the collected receivables and which has not yet been paid to the holders of Asset-Backed Notes is not invested, but it is credited to the current account in the name of the SPV held with the account bank.

The first payment date was 27 December 2023. During 2023, the transaction performed regularly with payment of interest accrued on the Notes totalling Euro 12,518 thousand and repayment of principal on Class E Notes totalling Euro 1,579 thousand. It is therefore believed that the transaction is consistent with expectations during the structuring phase since the cash flows and thresholds, with respect to the triggers, are in line with expectations.

As regards the commercial and performance expectations of the portfolio, there were no significant differences. The resilience of the operation as a whole is considered sound.

### F.3 – Entities involved

At the beginning of the transaction, specific appointments were made for managing the transaction by entering into the relevant agreements, as outlined below:

Servicer	<p><b>Stellantis Financial Services Italia S.p.A.</b></p> <p>The company acts as Servicer pursuant to Italian Law 130/1999 and has been entrusted – in the name and on behalf of the issuer – with the management, collection, and recovery of Receivables and new Receivables, as well as any activities related to the management of outstanding receivables.</p> <p>In addition, it performs servicing activities in the name and on behalf of the issuer. By way of example, these activities include collecting</p>
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	receivables, exercising the powers to take all actions, both in and out of court, aimed at recovering receivables, as well as the possibility of negotiating, defining or executing any act of disposition relating to receivables, including settlement agreements, all within the limits set forth in the collection policy. These activities also include maintaining the single electronic archive provided for in anti-money laundering legislation, supervisory reporting and keeping the accounting books, records, documents, data storage devices and IT systems necessary to operate in compliance with applicable laws and regulations.
Back-up Servicer Facilitator	<b>Santander Consumer Finance S.A.</b>
Corporate Services Provider	<b>Zenith Global S.p.A. (Zenith Service S.p.A. until 10 January 2024)</b> The company provides corporate, accounting, administrative, tax and management services to the issuer. In carrying out its accounting and administrative duties, it is responsible for keeping the mandatory accounting records required by Italian civil and tax laws for the purposes of the issuer's record keeping. The company also handles statistical reporting.
Representative of the Noteholders	<b>Zenith Global S.p.A. (Zenith Service S.p.A. until 10 January 2024)</b> The company is the entity responsible for representing the Noteholders.
Calculation Agent	<b>Zenith Global S.p.A. (Zenith Service S.p.A. until 10 January 2024)</b> The company prepared the Investor Reports and the Payment Report, which sets out the Issuer Available Funds and the payments to be made on the Payment Date in accordance with the contractually agreed waterfall payment order.
Paying Agent and Italian Account Bank	<b>The Bank of New York Mellon SA/NV Milan Branch</b> The Bank determines from time to time the rate and the amount of the interest due on the notes, manages payments at each Payment Date, and maintains relations with Monte Titoli.
Servicer Collection Account Bank	<b>Unicredit S.p.A.</b>
Rating Agencies	<b>DBRS Ratings Limited and Fitch Ratings Limited</b> The companies rated the Senior and Mezzanine Notes.
Arranger	<b>Banco Santander S.A.</b> The company arranged the transaction.

At the transfer date, the Company, in its capacity as issuer, and Stellantis Financial Services Italia S.p.A. entered into a Transfer Agreement under which the Originator made specific representations and warranties in favour of the Issuer in relation to the Portfolio, and agreed to indemnify and hold harmless the issuer in relation to specific costs, expenses and liabilities incurred in connection with the purchase and the ownership of the Portfolio.

For a description of any other obligations of the originator and the other parties involved in the transaction in different capacities, please refer to section F.5 – Incidental financial transactions.

#### F.4 – Characteristics of the issues

The notes were issued on 29 October 2023.

The breakdown of the notes issued is as follows:

*(in thousands of Euro)*

	Class A	Class B	Class C	Class D	Class E	Class Z
Issue 29/10/2023	660,000	42,000	17,250	30,750	8,920	1,000
<b>Residual amount as at 31/12/2023</b>	660,000	42,000	17,250	30,750	8,920	1,000

- Euro 660,000,000 Class A Asset-Backed Floating-Rate Notes (Senior Notes), ISIN Code IT0005565798;
- Euro 42,000,000 Class B Asset-Backed Floating-Rate Notes (Mezzanine Notes), ISIN Code IT0005565806;
- Euro 17,250,000 Class C Asset-Backed Floating-Rate Notes (Mezzanine Notes), ISIN Code IT0005565814;
- Euro 30,750,000 Class D Asset-Backed Floating-Rate Notes (Mezzanine Notes), ISIN Code IT0005565822;
- Euro 8,920,860 Class E Asset-Backed Floating-Rate Notes (Mezzanine Notes), ISIN Code IT0005565830;
- Euro 1,000,000 Class Z Asset-Backed Variable-Return Notes (Junior Notes), ISIN Code IT0005565855.

At the time of issue, the Class A Notes listed on the Luxembourg Stock Exchange were rated “AA (high) (sf)” by DBRS and “AA (sf)” by Fitch (High level bonds – good opinion).

The annual interest rate on Senior Notes is 1.03%, payable with monthly coupons in arrears, starting from the first payment date of December 2023.

At the time of issue, the Class B Notes (Mezzanine Notes) listed on the Luxembourg Stock Exchange were rated “AA (low) (sf)” by DBRS and “A+sf” by Fitch.

The annual interest rate on Class B Notes is 2.25%, payable with monthly coupons in arrears, starting from the first payment date of December 2023.

The Class C Notes (Mezzanine Notes) listed on the Luxembourg Stock Exchange were rated “AA (high)(sf)” by DBRS and “BBB+sf” by Fitch.

The annual interest rate on Class C Notes is 3.20%, payable with monthly coupons in arrears, starting from the first payment date of December 2023.

The Class D Notes (Mezzanine Notes) listed on the Luxembourg Stock Exchange were rated “BBB (high)(sf)” by DBRS and “BBB (high)(sf)” by Fitch.

The annual interest rate on Class D Notes is 4.90%, payable with monthly coupons in arrears, starting from the first payment date of December 2023.

The Class E Notes (Mezzanine Notes) listed on the Luxembourg Stock Exchange were rated “BBB (low)(sf)” by DBRS and “BB+sf” by Fitch.

The annual interest rate on Class E Notes is 7.94%, payable with monthly coupons in arrears, starting from the first payment date of December 2023.

Class Z Notes (Junior Notes) are not rated and are not listed on any regulated market. No interest rate is applied and the Notes offer a variable return equal to the amount of the funds remaining after all the high priority payments envisaged in the “Pre Trigger Notice Priority of Payments in respect of Interest” are made.

Payments of interests and Notes are made using the interest and principal amounts collected, according to the following order of priority:

- Class A interest / principal
- Class B interest / principal (only after full repayment of Class A).
- Class C interest / principal (only after full repayment of Class B).
- Class D interest / principal (only after full repayment of Class C).
- Class E interest / principal (only after full repayment of Class D).
- Class Z interest / principal (if funds remain after the above order of priority).

#### **F.5 – Ancillary financial transactions**

##### **INTERCREDITOR AGREEMENT**

In accordance with the provisions of this agreement, the Company and the counterparties to the Transaction accept the order of priority of payments that the Company shall follow at each ex-dividend date by using the funds available for distribution. The Company’s obligations to the Representative of the Noteholders and the other creditors, under the Securitisation Transaction, are limited-recourse obligations with respect to the Overall Portfolio of receivables involved in the Transaction.

On 4 October 2023, the Company concluded an INTEREST RATE SWAP agreement with Banco Santander S.A. to hedge interest rates on Class A, Class B, Class C, and Class D Notes.

#### **F.6 – Operational powers of the factor**

The operational powers of Auto ABS Italian Stella Loans 2023-1 S.r.l. (as factor and issuer) are limited by its Articles of Association. Specifically, Article 2 states that:

“The Company’s sole purpose is to carry out one or more securitisation transactions in accordance with Italian Law 130 of 30 April 1999 by purchasing receivables, both existing and future, and identifiable in block, and financing such purchase by issuing notes as per Article 1, paragraph 1, letter b) of Italian Law 130/1999 or by issuing a loan as per Article 7 of Italian Law 130/1999, in such a manner as not to assume any risk.

Within the limits permitted by Law 130/1999, the Company may conduct additional financial transactions as required to ensure the successful completion of the securitisation transactions it carries out, or that are instrumental to achieving the Company’s purpose, as well as re-invest in other financial assets the proceeds from the servicing of the receivables purchased that are not used to settle the claims arising from the above notes.

The Company may also sell the receivables purchased to third parties, if conditions for each securitisation transaction are met and in the interest of the holders of the notes issued as part of the related securitisation transaction.

In compliance with the provisions of Italian Law 130/1999, the receivables the Company acquires as part of each securitisation transaction represent assets that are for all intents and purposes segregated from those of the Company as well as from those relating to any other transactions, and creditors other than the holders of the notes issued to fund the purchase of the receivables shall have no claim to such assets.” The main operating activities relating to the management of the transaction have been entrusted to third parties (see point F.3).

The Servicer (and Originator), appointed to manage the securitised receivables is, among other things, entitled to renegotiate with users the terms governing the lease agreements, to settle disputes, to grant payment extensions or moratoria, within the limits of the collection policy envisaged by the transaction, and at any rate in compliance with the provisions set out in the servicing agreements.

## QUANTITATIVE INFORMATION

### F.7 – Receivables flow data

(in thousands of Euro)

	Changes in FY 2023
<b>Opening balance</b>	<b>0</b>
<b>Increases</b>	<b>772,811</b>
Initial portfolio	749,999
Portfolio increases during the year	22,665
Increase of past due receivables during the year	217
<b>Decreases</b>	<b>34,894</b>
Collection of principal during the year	34,802
Collection of principal on repurchase	92
<b>Closing balance</b>	<b>737,987</b>

### F.8 – Outlook for past due receivables

As at 31 December 2023, there were no receivables classified as past due.

### F.9 – Cash flows

(in thousands of Euro)

	31.12.2023
<b>Opening cash balance</b>	<b>0</b>
<b>Collections</b>	<b>808,288</b>
Issue of Notes	761,500
Collections on securitised portfolio	45,894
Collections on SWAP	648
Collection of interest income on current accounts	246
<b>Payments</b>	<b>784,291</b>
Purchase of securitised portfolio	774,645
Transaction fees	943

Interest on the Notes	7,061
Notes repayment	1,579
Payment of transaction expenses	943
Due from tax authorities for withholding tax on interest	6
<b>D. Cash flow</b>	<b>23,997</b>
<b>E. Cash balance (bank accounts)</b>	<b>23,997</b>

Cash flows were in line with the expectations set out at the time the transaction was arranged. The flows generated by collections on receivables were mainly used to pay transaction expenses as well as the interest on Class A, B, C, D, and E Notes and the principal on the Notes issued.

#### F.10 – Guarantees and credit lines

In the reporting period, no guarantees or credit lines were granted.

#### F.11 – Breakdown by residual maturity

*(in thousands of Euro)*

##### Assets by residual life

Summary table	Balance as at 31/12/2023
1 – 5 years	613,720
Over 5 years	124,227
Up to 1 year	40
<b>Total</b>	<b>737,987</b>

This item shows the residual principal of agreements expiring in the corresponding period.

*(in thousands of Euro)*

Use of funds from loan servicing:	Balance as at 31/12/2023
On demand	23,997
1 – 3 months	1,702
<b>Total</b>	<b>25,699</b>



<b>Notes issued</b>	
	Balance as at 31/12/2023
1 – 3 months	6,010
Over 5 years	759,921
<b>Total</b>	<b>765,931</b>
<b>Other liabilities:</b>	
	Balance as at 31/12/2023
1 – 3 months	1,039
Over 5 years	356
<b>Total</b>	<b>1,395</b>

#### F.12 – Breakdown by geographical location

These are receivables in Euro due from debtors residing in Italy.  
(in thousands of Euro)

	<b>Balance as at 31/12/2023</b>	
	Amount	No. of positions
CENTRE	182,511	12,992
NORTH	341,657	24,165
SOUTH	213,819	15,236
<b>Total</b>	<b>737,987</b>	<b>52,393</b>

#### F.13 – Risk concentration

Breakdown by amount bracket.  
(in thousands of Euro)

<i>Bracket</i>	<i>Balance as at 31/12/2023</i>	
	<i>Amount</i>	<i>No. of positions</i>
Euro 0 – 25,000	625,290	48,561
Euro 25,000 – 75,000	112,697	3,832

<b>Total</b>	<b>737,987</b>	<b>52,393</b>
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There were no positions exceeding 2% of total portfolio.

### Section 3 – Information on risks and risk management policies

Due to the particular nature of the provisions in the law governing special purpose vehicles, there is no relevant information to disclose concerning the Company's ordinary operations.

Specifically, the Company was formed to carry out one or more securitisation transactions, and this purpose was fulfilled with the completion of the securitisation transactions described in this report. The securitisation transactions were arranged by a leading international bank, and the Company delegated the activities necessary for the operational management thereof to professional entities specialising in providing financial and regulatory services within the scope of said transactions.

Please refer to Part D, Section 1 of the Notes to the Financial Statements for information on the securitisation transaction entered into.

### Section 4 – Information on equity

#### 4.1 The Company's equity

##### 4.1.1 Qualitative information

The management of the Company's equity consists in the set of policies establishing the equity size that is appropriate for carrying out the Company's business and for complying with the quantitative and qualitative legal requirements. The set of corporate rules drawn up for this purpose is the main form of guarantee of the Company's equity.

Auto ABS Italian Stella Loans 2023-1 S.r.l. is a company incorporated under Italian Law 130/1999 in the form of an Italian limited liability company and its purpose is to carry out receivables securitisation transactions. It is registered in the Bank of Italy's List of Special Purpose Vehicles and therefore it is subject to the capital requirements applicable under Italian Civil Law.

A characteristic of the Company's business, specifically required by Italian Law 130/1999, is that the Company's assets and liabilities are segregated from those of the securitisation transactions involving the Company as the owner. This segregation means that the costs that the Company incurs to remain in good standing are limited and, in any case, they are recovered through specific contractual clauses providing for these costs to be charged back to the securitisation transaction.

This ensures that Auto ABS Italian Stella Loans 2023-1 S.r.l. maintains an adequate level of equity throughout the securitisation transaction.

##### 4.1.2 Quantitative information

##### 4.1.2.1 The Company's equity: breakdown

(in units of Euro)

Items/amounts	31.12.2023
1. Capital	10,000
2. Share premiums	
3. Reserves	
- retained earnings	
a) legal	

b) statutory	
c) treasury shares	
d) other	
- other	
4. (Treasury shares)	
5. Valuation reserves	
Equity securities measured at fair value through OCI	
Hedging of equity securities measured at fair value through OCI	
Financial assets (other than equity securities) measured at fair value through OCI	
property, plant and equipment	
intangible assets	
foreign investment hedges	
cash flow hedges	
exchange differences	
non-current assets and disposal groups held for sale	
special revaluation laws	
actuarial gains/losses on defined benefit plans	
share of valuation reserves of equity-accounted investments	
6. Equity instruments	
7. Profit (loss) for the year	-
<b>Total</b>	<b>10,000</b>

### Section 5 – Statement of Comprehensive Income

There is no information to be disclosed concerning the Statement of Comprehensive Income.

### Section 6 – Related-party transactions

#### 6.1 Information on the remuneration of key managers

No remuneration for the Governing Bodies was approved.

#### 6.2 Loans and guarantees granted to directors and statutory auditors

No loans or guarantees were granted to directors.

#### 6.3 Disclosures on related-party transactions

There are no related-party transactions outstanding.

## Section 7 – Other disclosures

### 7.1 Other information

All the information reported in the financial statements is consistent with the Company's accounting records, and the consistency of classification is ensured by complying with the relevant instructions.

### 7.2 Management and coordination

The Company is not subject to management and coordination by the parent company, given the particular nature of the Company's business and the binding contractual "regulation" underlying each securitisation transaction.

### 7.3 NUMBER OF EMPLOYEES

The Company has no employees.

### 7.4 REMUNERATION OF INDEPENDENT AUDITORS

As for the provisions in Article 14 of Italian Legislative Decree 39/2010, here below are the fees due to the Independent Auditors for the year 2023:

Type of services	Entity providing the service	Fees
Audit	PricewaterhouseCoopers S.p.A.	23.5
Other services and translation check		1.5
<b>Total</b>		<b>25</b>

The above fees do not include one-off expenses, Istat adjustments, supervisory fees and VAT.

The remuneration due to the Sole Statutory Auditor is Euro 10,000 per year excluding VAT and CPA (Lawyers' social security fund).

Milan, 9 February 2024

The Sole Director

Solidea Barbara Maccioni

