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1 Purpose and Scope

The Code of Ethics sets forth the corporate principles and values, the rights, duties and responsibilities of the Italian Companies of Findomestic Group (hereafter also referred to as Findomestic Group) and of all those who operate within them and/or on their behalf in relations with all the stakeholders in pursuit of their corporate purpose.

For Findomestic Group, the creation of an environment characterised by a strong sense of ethical integrity that conditions all its collaborators’ behaviour, plays a key role in ensuring the effectiveness of its policies and control systems and the Group therefore adopts and disseminates this Code of Ethics, which is addressed to all stakeholders.

The principles set forth in the Code of Ethics are binding, without exception, on all company representatives, on employees and on any other person acting, directly or indirectly, in the name and on behalf of the Companies (consultants, auditors, contractors, agents, outsourcers, commercial partners, etc.), who are obliged to comply with its provisions.

Group Companies undertake not to initiate or not to continue any type of relationship with those who do not intend to comply with the principles set forth in this Code.
2 General principles

2.1 MISSION AND VISION

Mission
“We are our clients’ partners in the accomplishment of their projects to improve their quality of life, making credit accessible and responsible, socially and economically useful to the Country.”

Vision
“To develop our leadership position. To create value for stakeholders. To sustain and strengthen a distinctive enterprise culture and a positive work climate”.

2.2 ETHICAL PRINCIPLES

1. Act in an equitable, honest and transparent manner to obtain the trust of clients and, more in general, of every person with a stake in Findomestic Group.

2. Respect all persons without any form of discrimination.

3. Comply, regardless of any differing specification or protected interest, with the provisions of laws and regulations, professional standards, ethical rules, self-regulatory initiatives and internal regulations, not only at formal but also substantive level, in order to avoid behaviour that could damage Findomestic Group and its reputation.

4. Foster the culture of responsible credit at all company levels, in order to provide clients with a credit that is not only accessible, but also socially and economically useful.

5. Respect and safeguard clients’ interests
   a Providing the most suitable products and services, bearing in mind their objectives, resources, knowledge and experience;
   b Behaving transparently, providing clear, not misleading information, in particular with regard to the characteristics of products and services, their costs and the risks connected to them;
   c Offering a quality service, able to safeguard clients’ interests;
   d Treating them equally, without any kind of preferential or discriminatory treatment.

6. Preserve the markets’ integrity, taking no action that could be construed as a market abuse (e.g. an improper use of insider information).
7. Avoid conflicts of interest, both personal and relating to personal actions, especially with regard to gifts, commercial interests, hospitality offers.

8. Behave professionally
   a. Encouraging team work;
   b. Protecting privileged information;
   c. Acting loyally towards Findomestic Group, avoiding going against its interests;
   d. Contributing to the improvement of activities, in particular in the areas of risk management, fraud prevention, internal control in general.

9. Safeguard the interests of Findomestic Group, adequately utilizing the Group’s assets and resources and adopting all possible measures to prevent their improper use.

10. Report any irregularities observed to the company unit in charge of responding.

2.2 THE MANAGEMENT PRINCIPLES

“The Management Principles represent the essential elements underlying the managerial style of all the managers of the BNP Paribas Group. They provide managers with important guidelines for managing both people and business. They are very important for collaborators who can understand what is required of them and what they can expect from their superiors”.

1. Client Focus
   Encourage all collaborators to put the client first in their actions and behaviour and to pursue innovation in order to continually improve the service offered.

2. 2. Risk awareness entrepreneurship
   Undertake initiatives to develop business and also to improve operating efficiency:
   • acting in full responsibility;
   • working in an interdependent and collaborative manner with the other entities/branches/operating structures in order to ensure the global interest of the Group and of its clients;
   • constantly monitoring the risks associated with our areas of responsibility;
   • encouraging full involvement of persons and creating the conditions to allow them to behave in the same way.
3. **People care**
   Take care of people, respecting them, fostering equal opportunities and developing their skills.

4. **Lead by example**
   Lead by example through our behaviour and our ethics:
   - complying with the regulators’ rules, applying the rules of compliance and acting in a socially responsible manner;
   - applying these four management principles and inviting all the collaborators of Findomestic Group to do the same.
3 Internal Relations

3.1 EMPLOYEES AND CONTRACTORS

**Personnel management**

Human resources are one of the main components of Findomestic Group’s success. The Group companies offer equal opportunities for professional growth, excluding arbitrary discrimination, guaranteeing career opportunities for everyone and orienting all relations to the principles of fairness, correctness and loyalty, based on meritocratic criteria that are functional to company requirements. Findomestic Group employees shall comply with all rules resulting from the employment contract, national laws, codes of behaviour and internal standards.

**Personnel selection**

Findomestic Group applies the equal opportunity principle from the time personnel are selected, without applying any kind of discrimination.

Candidates are assessed on the basis of the current and future requirements of the organisation and of how closely they are matched by the candidates’ profiles.

Data collected from candidates are used solely for purposes pertaining to their selection, in compliance with privacy regulations. Within the selection processes, Findomestic Group uses diversified methods according to the required skill profile.

For its selection activities, Findomestic Group also adopts specific ethics rules aimed at reinforcing the aforesaid principles.

**Employee development and education**

Education is a support for the consolidation and continuous development of the knowledge and skills of Findomestic’s women and men.

For this reason, education is provided paying the utmost attention not only to company requirements but also to the fulfilment of personnel’s expectations and requests in terms of personal and professional developments. Personnel participate in educational initiatives assuring their effort, professionalism and participation spirit.

Findomestic Group develops an internal and external educational offering to cover the educational requirements identified for the development of current and future competencies. The “managerial model” of work performance represents an opportunity not only for assessing resources’ performance, but mostly to develop employees’ competencies.

**Employee communication and involvement**

Communication to all employees is a fundamental instrument to favour adhesion to the company’s project, value-sharing, transparency and clarity in relationships. For this purpose, Findomestic Group has adopted a series of tools/processes (for example, intranet site, convention, information expansion process) to facilitate dissemination of information within the bank on the projects underway, on company and Group strategies, on results and on client and employee satisfaction, as well on operating activities.

**Workplace behaviour**

Findomestic Group’s personnel shall discharge their duties diligently, competently and
loyally, adequately investing their resources and time in the performance of their assigned work.

Everyone, within the scope of the responsibilities connected with his/her role, shall work, with the highest possible level of professionalism, to meet the requirements of external and internal clients, concretely contributing to the achievement of company goals.

The decisions made in the performance of one’s work shall be based on principles of sound and prudent management, appropriately assessing potential risks.

Findomestic Group considers a key component of the relationship of mutual trust with its employees their knowledge and enforcement of the rules that specifically govern their own activity, and compliance with current laws and regulations as well as with the prescriptions contained in the Code of Ethics and in the additional internal standards adopted.

Each employee and subordinate carries out his/her activity contributing to assure the proper reporting of each transaction carried out and retaining the supporting documentation according to the criteria set out by company standards covering the matter.

**Protecting persons**

Findomestic Group considers each worker’s right to see his/her own personality and dignity constantly respected to be among the values around which the work environment must be built.

Hence, in this perspective, all persons who, for various reasons, contribute to the formation of the “corporate climate”, must engage in behaviours, in the workplace, that are inspired by correctness and the utmost respect for each person’s dignity and personality, as a fundamental goal for the Group, and for all those who cooperate within it, is, on one hand, the safeguard of fundamental rights, on the other hand, the opposition to any form of molestation, harassment and discrimination (e.g. for reasons connected to gender, ethnicity, religion, nationality, age, health, political and union opinions, etc.).

**Health and safety**

Findomestic Group guarantees a working environment that complies with current health and safety regulations (Legislative Decree 81/08), by implementing all the preventive measures required to preserve the health and safety of all its personnel as well as of third parties who access its premises.

For this purpose an organisational model has been drawn up to monitor, assess and prevent the risks associated with performance of the professional activity.

Specific training and communication initiatives have been implemented to encourage
the spread of a “culture” on the matter and to encourage all those concerned to engage in responsible behaviour.

### 3.2 COMPANY ASSETS

Each employee shall operate with due diligence to safeguard corporate resources, through responsible behaviours, in line with the internal standards promulgated to regulate their use. In particular, each employee shall scrupulously utilize the resources entrusted to him/her or for which he/she is responsible, exclusively to achieve the Group’s goals, avoiding improper uses that may be harmful or contrary to the Group’s interest.

With regard to IT tools and applications, each employee shall scrupulously comply with the provisions set out in corporate security policies for safeguarding and controlling the IT systems.

### 3.3 CONFIDENTIALITY

Findomestic Group, in accordance with current regulations, assures the confidentiality of the information in its possession, taking care that its own employees and contractors utilise the confidential information, acquired as a result of their relationship with the Group’s Bank/Companies, solely for purposes connected with the performance of their duties. For this purpose, Findomestic Group adopts measures, both in physical and logic terms, to safeguard the security of the data and of the related documents.

Findomestic Group’s personnel are duty-bound to maintain the utmost confidentiality in the disclosure of documents and/or information about their professional activities (e.g., organisational procedures and operating tools, internal standards, information about relations with commercial partners and clients, etc.) with the exception of the documentation specifically prepared to promote the activity of the Group Companies (brochures, advertising materials in general, etc.).

Internally originated documents may be disclosed according to the criteria and limits set by regulations covering the matter.
In the performance of every activity, Findomestic Group operates to avoid being placed in real or even just potential conflict of interest situations. Potential conflicts of interest, in addition to those defined by law, also include the case in which one of the recipients of this code operates, within the work environment, to satisfy an interest other than that of the company, of its shareholders, of its clients and generally of all stakeholders, in order to gain a personal advantage.

When carrying out professional activities, it is forbidden to offer, directly, indirectly or as a personal matter, gifts or benefits of any nature that are disproportionate, in terms of their value or frequency, to the customary business relations to clients, commercial partners, suppliers, outside contractors and to anyone who has relations with Findomestic Group, in order to obtain unfair advantages and/or to unduly influence relations between Findomestic Group companies and third parties/entities.

In the same way, it is forbidden for Findomestic Group employees/contractors to accept gifts/presents, invitations or preferential treatments, unless their value is within a reasonable limit.

Definition of the value that may be considered reasonable is governed by specific internal rules that also set forth the procedures to be followed if gifts exceeding such value are offered.

As a general rule, it is not permitted to offer/receive gifts or other similar benefits to/from Public Officials or persons responsible for a public service and members of Government Institutions.

It is not permitted to circumvent the provisions set forth in the above points by using different forms of aid or contributions which, for example in the form of sponsorships, appointments, consulting, advertising, have the objectives prohibited by this paragraph.
3.5 PREVENTION OF FRAUD AND CORRUPTION

The prevention, identification and reporting of fraud and acts of corruption fall within the responsibilities of all the organisational units and of all employees and contractors, who must ensure that activities are performed in lawful, fair and ethical conditions, in order to protect the reputation of Findomestic Group. The Group and its employees must not tolerate these acts, in whatever form they may be implemented, and must actively combat them.

It is therefore the duty of all Findomestic Group structures, with the support of the competent company functions, to organise, within their area of responsibility, suitable control mechanisms and to ensure that they work properly. Furthermore, anyone who becomes aware of a fraud or of a certain or suspected act of corruption, that has been attempted or implemented, must immediately inform the competent structures in accordance with the procedures established by the internal rules.

The involvement of a Group employee/contractor in a fraud or in an act of corruption constitutes a serious infringement of the ethical principles and professional duties of fairness and is therefore subject to equally serious disciplinary sanctions, in accordance with the provisions of internal and external rules governing the employment relationship. The involvement of a counterparty (dealer, supplier, other intermediaries) in a fraud or in an act of corruption must immediately lead to termination of the commercial relationship.
4 Relations with outside persons

4.1 RELATIONS WITH CLIENTS

A priority goal for Findomestic Group is fully to satisfy its clients’ requirements. For this purpose, its relations with clients are based on principles of good faith, fairness, transparency, professional integrity and confidentiality, in compliance with reference legislation, self-regulatory initiatives and professional standards.

The behaviour of employees and those operating on behalf of Findomestic Group is based on courtesy and comprehensive cooperation and is designed to provide a quality service, seeking the best solutions to meet the clients’ needs, providing them with clear information that is not misleading, without any form of discrimination or preferential treatment. The objective is to guarantee clients a fast, qualified and competent response tailored to their individual characteristics.

Findomestic Group also adopts diligent corporate ethics based on the concept of responsible credit, with the aim of guaranteeing households that their requirements can be met, and at the same time, that the loans obtained can be repaid, avoiding any problems of over-indebtedness. For this purpose, the Group has developed and systematically perfected procedures for appraising and approving credit requests, supported by proficient systems that allow thorough assessment of the sustainability of the commitment that the client intends to undertake.

Again in this regard, specific initiatives addressed to the public have been implemented with the aim of promoting and spreading knowledge and a financial culture. In order to ensure correct marketing, before being offered to customers, products and services are examined by an Interfunctional Committee which assesses whether they comply with reference legislation and are suited to the clients’ requirements and whether their characteristics and related risks are clearly understood.

In order to heighten the quality of the service provided and improve the relationship with clients, their level of satisfaction is monitored and a specific focus is placed on managing complaints and reports received.

Findomestic Group also strives to follow each client throughout the repayment process, seeking amicable solutions in difficult cases. In this regard, trends in the fundamental indicators of responsible credit (rate of rejection, rate of payment incidents, credit risk rate) are constantly monitored to consolidate their good performance.

Within the client acquisition and management process it is necessary, taking into account all available information, to avoid having relations with persons involved in unlawful activities (money laundering, terrorism, embargos, etc.) or with persons who do not fulfil established reliability requirements.

It is also necessary to avoid initiating commercial relations with persons who, even indirectly, contribute to violating fundamental human rights and/or to causing highly negative consequences for the environment and health.
Findomestic Gruppo strongly select business partners with whom to establish a relationship of cooperation, continuously monitoring their reliability.

Findomestic Group meticulously selects the commercial partners with whom to establish a collaborative relationship, continuously monitoring their reliability.

In its relations with commercial partners, Findomestic Group is committed to offering a quality service, maintaining the utmost propriety and collaboration, aimed at pursuing ever greater mutual satisfaction, albeit within the respective economic interests.

Commercial partners’ level of satisfaction is constantly monitored, also through ad hoc studies. Relations may only be held with those partners who are inspired by ethical principles similar to those prescribed herein, with particular care for responsible credit. No collaborative relations may be initiated with partners involved in unlawful activities (money laundering, terrorism, etc.) or who do not meet the prescribed reliability requirements.

It is also necessary to avoid initiating commercial relations with partners who, even indirectly, contribute to violating fundamental human rights and/or to causing highly negative consequences for the environment and health.

Findomestic Group manages the acquisition of goods and services according to principles of transparency and propriety, rejecting any scheme that may be discriminatory for some. For this reason, predetermined criteria are employed for the selection, assessment and management of suppliers which, on one hand, take into consideration their technical, economic and financial reliability and, on the other hand, entail the application of schemes for the constant monitoring of the quality of the performance and of the goods/services provided.

To assure impartiality and competence, the activation and monitoring of relations with suppliers/outsourcers are assigned to a specific organizational unit, not directly linked to the operational area. Moreover, compliance with the aforesaid principles is assured by behaviours and procedures that regulate negotiations, contract stipulation, control over the delivered goods and services and, lastly, by maintaining and periodically updating a “Register of Suppliers”. Information exchanges, benchmarking, shared actions are also carried out in synergy with the other companies of the BNP Paribas Group operating in Italy.

Some phases of the corporate processes are partially or fully outsourced. In such cases, outsourcing is governed by specific agreements, signed by the competent corporate bodies, of which the minimum content is defined in corporate standards.
In particular, the contracts shall regulate the quality levels of the services, the procedures whereby the outsourcer is to notify the results of the work performed and the control procedures for the Companies of Findomestic Group.

Outsourcers undertake to comply with the required quality levels, with specific reference to the operations connected with client relations, and to adhere to the principles set out herein.

When initiating and managing supply and outsourcing relations, the same principles and limitations set out in paragraphs 4.1 and 4.2 shall apply, in addition to corporate methodological criteria.

Findomestic Group carries on its activity in strict compliance with reference legislation in order to avoid the risk of even unconscious involvement in the laundering of proceeds from criminal activities and in terrorist financing and to ensure compliance with financial sanctions and embargo programmes issued by the competent authorities (UNO, USA/OFAC, European Union and individual member states).

The action to prevent and combat the risks in question is implemented by adopting procedures, operating tools and control devices directed at guaranteeing full knowledge of clients and other counterparties (e.g. commercial partners, suppliers, outsourcers), traceability of financial transactions and identification of suspicious activities on the basis of the information held or acquired in performance of its institutional activity. These measures are defined proportionally to the risk exposure, taking into account the specific requirements of the activity performed, the operating procedures and the characteristics of the products offered.

In this regard, all the organisational units, employees and contractors are responsible for:

- Strictly applying the procedures set forth on the matter of due diligence (know-your-customer/intermediary – KYC/KYI);
- Avoid initiating/continuing relations or executing transactions with clients/counterparties who do not meet the established reliability requirements;
- Promptly report any potential suspicious activity to the competent functions.

4.4 PREVENTION OF THE RISK OF MONEY-LAUNDERING AND TERRORIST FINANCING AND COMPLIANCE WITH EMBARGOS
4.5 RELATIONS WITH GOVERNMENT INSTITUTIONS

Relations with the Regulatory Authorities, Institutions and Government Agencies in general are maintained by the persons entrusted with these duties by internal regulations. In any case, the behaviours of the Corporate Bodies, employees and contractors of Findomestic Group with respect to Government Institutions shall be inspired by the utmost propriety and honesty, respecting one another’s roles and excluding any behaviour and/or attitude that may improperly and unduly influence their actions.

Findomestic Group cooperates with the Authorities, thoroughly and fully complying with their provisions, assuring complete access to the information requested by the oversight Agencies and broad cooperation during preliminary investigation procedures.

4.6 EXTERNAL COMMUNICATION

Institutional communications
Findomestic Group, in publishing communications, reports, prospectuses and notices to Governmental Authorities, to the market, to clients, to suppliers and to its own employees and contractors, shall adhere to principles of transparency, completeness and truthfulness, in order to assure full compliance with current laws and regulations and to enable the recipients of the information to make knowledgeable decisions with respect to the relations to maintain with the Group.

Relations with the Media
Relations with news media are managed by the dedicated Department according to conduct criteria inspired by principles of transparency, propriety and timeliness.

All other employees and contractors, unless they are specifically appointed to do so by their own Department, shall not disclose information of any nature about the Group Companies to representatives of the press and of mass media in general, nor shall they have with them any type of contact aimed at the disclosure of company information, taking care to forward to the competent unit any request for information they may have received.

Promotional communications
The offer of products and services is promoted through the implementation of promotional campaigns and initiatives (such as mailings) defined and implemented on the basis of analysis of clients and their characteristics, in order to direct them towards products that are suited to their financial requirements.

Findomestic Group undertakes to provide, with respect to the offered services and products, clear, correct, up-to-date and transparent information, in compliance with current regulations. For this purpose too, Findomestic Group provides promotional information in line with responsible credit criteria, avoiding communications that may lead to household over-indebtedness, e.g. excessively extended
payments. Employees who note anomalies and/or errors in the information disclosed in communication materials shall promptly notify the responsible unit.

4.7 SOCIAL AND ENVIRONMENTAL RESPONSIBILITY

Findomestic Group sustains and promotes the needs of the community through social, solidarity, cultural and sporting initiatives with the aim of conveying good sustainability practices to citizens and employees.

Findomestic Group has also established a culture of constant attention to environmental issues and to the territory. From this perspective, initiatives have been implemented to reduce the impacts from operating activity, with particular regard to upgrading and improving the energy performance of its real estate assets, to managing waste and to reducing atmospheric emissions.

In this regard, specific initiatives have been implemented to raise employee awareness on the adoption of actions to limit environmental impacts.
5 Implementation Procedures

5.1 COMMUNICATION AND EDUCATION

Findomestic Group undertakes to assure the most thorough dissemination of the Code of Ethics with the goal of developing the awareness of the value of ethics and of the need to behave in accordance with established rules.

Each employee and contractor of Findomestic Group shall be made aware of the provisions set out herein, by means of:

- a specific communication addressed to all Group employees;
- publication of the document on the Group’s intranet site;
- periodic training initiatives.

For outside persons, the document will be published on the websites of the Group Companies, and any and all initiatives deemed necessary for its dissemination shall be carried out.

5.2 INTERNAL REPORTING

Every employee who has reasonable grounds to think that an operation may be non-compliant, or that an order received may exceed the limits imposed by the Code of Ethics and by internal rules shall promptly report it, using the instruments made available and according to internal regulations, to the competent offices.

An employee who makes a report shall be guaranteed the utmost confidentiality and the report shall in no case lead to prejudice/ actions against the employee.

Every alleged violation that may pertain to the offences referred to in Legislative Decree no. 231 of 8 June 2001 (set out in detail in the “Organisation and Management Model pursuant to Legislative Decree no. 231 of 8 June 2001”) shall be reported to the Oversight Body of every Group Company, according to established criteria.

If an employee identifies or is in a situation that, even just potentially, may constitute or determine a conflict of interest, he/she shall promptly report it in writing to the Head of his/her Department and to the competent units as provided by the internal regulations, so the actual presence of the situation can be assessed and any correcting action can be defined.

Violation reports shall contain sufficient information to identify the terms of the violation, to allow an appropriate analysis to be carried out.
Failure to comply with the provisions set out in the Code of Ethics is deemed a breach of ethical principles and of the duty to maintain propriety.

With reference to violations by employees, the competent Department shall adopt the appropriate actions in accordance with the provisions of the rules governing the employment contract and proportionately to the severity of the violation, any repetitive nature of the violation and the degree of guilt of the involved person.

If the violation should also meet the requirements to identify a violation of the Organisational Models adopted by the Group companies, in accordance with Legislative Decree no. 231/2001, the sanctions prescribed in the General Part - the Disciplinary System - of the respective Organisational Models shall be applied.

In regard to outside contractors, every violation is a source of contractual liability and as such it may be sanctioned according to the provisions of the reference standards.

To discipline any violations by members of the Administrative and Control Bodies or by members of the Senior Management, current outside regulations shall be enforced.

In any case, the Compliance unit provides support in complying with / coordinating the required obligations.

The Code of Ethics is approved with a resolution of the Board of Directors of Findomestic Banca S.p.A., in fulfilment of the guidance and coordination tasks assigned to it.

These provisions apply to all the Italian Companies of Findomestic Group, respecting the decision-making powers of their administrative Bodies and according to the responsibilities assigned to them. For this reason, the provisions of the Code of Ethics are endorsed by the Subsidiary Companies with a resolution of their respective Boards of Directors.

Any amendments and additions shall follow the same procedure, taking into account the inputs of the Oversight Bodies and/or of the Boards of Statutory Auditors, which may formulate proposals in this regard. Amendments or additions that, instead, do not impact on the fundamental principles of this Code, may be made with the approval of the Managing Di-
rector of Findomestic Banca S.p.A. and notice thereof shall be given to the Board of Directors of Findomestic Banca S.p.A., to the Oversight Bodies and to the Boards of Statutory Auditors of the Group Companies.
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del Socio Unico BNP Paribas Personal Finance S.A. - Parigi (Gruppo BNP Paribas)

Associata ABI Associazione Bancaria Italiana
ed ASSOFIN Associazione Italiana del Credito al Consumo ed Immobiliare