

Final CRR Assessment

In respect of the Transaction “**Tagus - Sociedade de Titularização de Créditos S.A., acting in respect of its Compartment Ulisses Finance No. 3**”

(321Crédito)

1 June 2022



Authorization of SVI as third party

STS Verification International GmbH ("SVI") has been authorized by the German Federal Financial Supervisory Authority (Bundesanstalt für Finanzdienstleistungsaufsicht, "BaFin"), as the competent authority pursuant to Article 29 of the Securitisation Regulation, to act in all EU countries as third party pursuant to Article 28 of the Securitisation Regulation to verify compliance with the STS Criteria pursuant to Articles 18-26e of the Securitisation Regulation ("STS Verification"). Moreover, SVI performs additional services including the verification of compliance of securitisations with (i) Article 243 of the Capital Requirements Regulation (Regulation (EU) 2017/2401 dated 12 December 2017, amending Regulation (EU) No 575/2013 on prudential requirements for credit institutions and investment firms as amended by Regulation (EU) 2021/558 of 31 March 2021) ("CRR Assessment"), (ii) Article 270 (senior positions in synthetic SME securitisations) of the CRR ("Article 270 Assessment"), (iii) Article 13 of the Delegated Regulation (EU) 2018/1620 on liquidity coverage requirement for credit institutions dated 13 July 2018, amending Delegated Regulation (EU) 2015/61 to supplement Regulation (EU) No 575/2013 of the European Parliament and the Council with regard to liquidity coverage requirements for Credit Institutions ("LCR") ("LCR Assessment"), and (iv) the STS Criteria, in respect of existing securitisations and potential deficiencies regarding compliance with the STS Criteria („Gap-Analysis”).

Mandating of SVI and verification steps

On 7 March 2022, SVI has been mandated by the Originator (321Crédito) to verify compliance with Article 243 (2) of the CRR for the securitisation transaction "Tagus - Sociedade de Titularização de Créditos S.A., acting in respect of its Compartment Ulisses Finance No. 3" (the "Transaction").

As part of our verification work relating to the previous transaction ""Tagus - Sociedade de Titularização de Créditos S.A., acting in respect of its Compartment Ulisses Finance No. 2" and the preparation therefor, we have met with representatives of 321Crédito to conduct a virtual due diligence meeting on 1 July 2021 (the "Due Diligence"). We have also obtained an updated Due Diligence Presentation as of March 2022

relating to the Transaction “Tagus - Sociedade de Titularização de Créditos S.A., acting in respect of its Compartment Ulisses Finance No. 3”. In addition, we have discussed selected aspects of the Transaction with 321Crédito and legal counsel and obtained additional information on the transaction structure, the underwriting and servicing procedures of 321Crédito and the underlying transaction documentation.

For the purposes of this Final CRR Assessment, we have reviewed the following documents and other information related to the Transaction:

- Prospectus
- Receivables Sale Agreement
- Master Framework Agreement
- Additional information received by e-mail, such as confirmations, comments, etc.

Verification Methodology

The fulfilment of each verification point in this Final CRR Assessment provided to the Originator is evaluated based on the three fulfilment values (traffic light status):

Criterion is fully met	
Criterion is mostly met, but with comments or requests for missing information	
Criterion not (yet) met based on available information	



Disclaimer of SVI

SVI grants a registered verification label "verified – STS VERIFICATION INTERNATIONAL" if a securitisation complies with the requirements for simple, transparent and standardised securitisation as set out in Articles 19 to 26e of the Securitisation Regulation ("STS Requirements"). The same registered verification label is used by SVI in the context of a CRR Assessment, Article 270 Assessment, LCR Assessment and Gap-Analysis. The aim of the Securitisation Regulation is to restart high-quality securitisation markets, and the intention of implementing a framework for simple, transparent and standardised transactions with corresponding STS criteria shall contribute to this. However, it should be noted that the STS verification performed by SVI does not affect the liability of an originator or special purpose vehicle in respect of their legal obligations under the Securitisation Regulation. Furthermore, the use of verification services from SVI shall not affect the obligations imposed on institutional investors as set out in Article 5 of the Securitisation Regulation or set out in the CRR, LCR and other relevant regulations, respectively. Notwithstanding confirmation by SVI, which verifies compliance of a securitisation with the STS Requirements, such verification by SVI does not ensure the compliance of a securitisation with the general requirements of the Securitisation Regulation.

SVI has carried out no other investigations or surveys in respect of the issuer or the notes concerned other than as set out in this Final CRR Assessment and disclaims any responsibility for monitoring the issuer's continuing compliance with these standards or any other aspect of the issuer's activities or operations.

Furthermore, SVI has not provided any form of advisory, audit or equivalent service to the Originator, Issuer or Sponsor.

SVI is not a legal advisor and nothing in the Final CRR Assessment shall be regarded as legal advice in any jurisdiction.

Accordingly, the Final CRR Assessment is only an expression of opinion by SVI after application of its verification methodology and not a statement of fact. It is not a guarantee or warranty that ECB, any of the ESAs or national competent authorities, courts, investors or any other person will accept the STS status of the relevant securitisation or its status under the LCR and/or the CRR. Therefore, no person should rely on the Final CRR Assessment in determining the STS status but must perform its own analysis and reach its own conclusions.



SVI assumes due performance of the contractual obligation thereunder by each of the parties and the representations made and warranties given in each case by any persons or parties to SVI or in any of the documents are true, not misleading and complete. SVI shall have no liability for any loss of any kind suffered by any person as a result of a securitisation where the Final CRR Assessment indicated that it met, in whole or in part, the STS Requirements, certain CRR or SRT requirements being held for any reason as not so meeting the relevant requirements or not being able to have lower capital allocated against it save in the case of deliberate fraud by SVI. SVI shall also not have any liability for any action taken or action from which any person has refrained from taking as a result of the Final CRR Assessment.

LIST OF ABBREVIATIONS/DEFINITIONS

Note: For any other term used in this Final CRR Assessment in capital spelling, please refer to the defined terms in the Section “DEFINITIONS GLOSSARY” of the Prospectus.

321Crédito	321Crédito – Instituição Financeira de Crédito, S.A.
BaFin	Bundesanstalt für Finanzdienstleistungsaufsicht (German Federal Financial Supervisory Authority)
CMBS	Commercial Mortgage-Backed Securitisation
CRR	Regulation (EU) 2017/2401 dated 12 December 2017, amending Regulation (EU) No 575/2013 on prudential requirements for credit institutions and investment firms, as amended by Regulation (EU) 2021/558 of 31 March 2021
EBA	European Banking Authority
EBA Guidelines	Final Report on Guidelines on the STS criteria for non-ABCP securitisation, as published by EBA on 12 December 2018
ESMA	European Securities Markets Authority
Final Verification Report	Final Verification Report prepared by SVI in respect of the Transaction
Issuer	Tagus – Sociedade de Titularização de Créditos, S.A.
LCR	Liquidity Coverage Requirements
Originator	321Crédito
Prospectus	Prospectus dated 30 May 2022
RMBS	Residential Mortgage-Backed Securitisation
Securitisation Regulation	Regulation (EU) 2017/2402 of the European Parliament and of the Council of 12 December 2017 laying down a general framework for securitisation and creating a specific framework for simple, transparent and standardised securitisation, and amending Directives 2009/65/EC, 2009/138/EC and 2011/61/EU and Regulations (EC) No 1060/2009 and (EU) No 648/2012, as amended by Regulation (EU) 2021/557 of 31 March 2021
Seller	321Crédito
Servicer	321Crédito

SPV	Special Purpose Vehicle or Issuer
Standardised Approach	The regulatory capital requirements according to Part 3, Title II, Chapter 2 of the CRR
STS Criteria	Articles 18-26e of the Securitisation Regulation, setting out criteria for simple, transparent and standardised securitisations
Tagus	Tagus - Sociedade de Titularização de Créditos S.A., acting in respect of its Compartment Ulisses Finance No. 3
Transaction	The securitisation of auto loan receivables involving Tagus as Issuer

#	Criterion Article 243 (2)	CRR Assessment
1	Qualification of the securitisation position as STS securitisation	<p><u>Verification Method</u>: Legal (Prospectus) / Regulatory (STS Notification, STS Verification Report)</p> <p>The Transaction and therefore also the securitisation position will be notified according to Article 27 (1) of the Securitisation Regulation by the Originator to ESMA as meeting the requirements of Articles 19 – 22 of the Securitisation Regulation in respect of non-ABCP securitisations, see Section "REGULATORY DISCLOSURES", Subsection "Credit-granting" and Section "GENERAL INFORMATION", Subsection "Simple, Transparent and Standardised Securitisation (STS)" of the Prospectus. Please also refer to the Final Verification Report prepared by SVI in respect of the Transaction.</p>
#	Criterion Article 243 (2) (a)	CRR Assessment
2	Granularity of the securitised portfolio in terms of single obligor concentrations	<p><u>Verification Method</u>: Legal (Prospectus, Receivables Purchase Agreement)</p> <p>At any time during the Revolving Period, no single Obligor represents 0.10% or more of the Aggregate Principal Outstanding Balance of all Receivables, please refer to Section "OVERVIEW OF CERTAIN TRANSACTION DOCUMENTS", Subsection "Receivables Sale Agreement", Paragraph "Portfolio Limitation Tests", Item (L) of the Prospectus.</p> <p>Furthermore, the Originator confirms that there is no group of connected clients with an aggregate outstanding principal balance which exceeds 2% and is able to monitor compliance with such limit at closing, during the revolving period and during the amortisation period of the Transaction.</p> <p>The underlying exposures represent Auto Loan Contracts and/or Related Security and do not include any securitised residual leasing values. Hence, Article 243 (2) (a) 2nd Paragraph of the CRR is not applicable to the Transaction.</p>
#	Criterion Article 243 (2) (b)	CRR Assessment
3	Maximum risk weight under the Standardised Approach	<p><u>Verification Method</u>: Legal (Prospectus, Receivables Purchase Agreement), Due Diligence (explicit confirmation by Originator)</p> <p>None of the underlying exposures are secured by residential mortgages or commercial mortgages, therefore Article 243(2) (b) (i) and (ii) of the CRR are not applicable.</p> <p>The underlying Auto Loan Contracts have been entered into exclusively with Obligors which are domiciled in one jurisdiction (Portugal) at the time of execution of the relevant Auto Loan Contract only and the Obligors are not credit-impaired, please refer to Section "OVERVIEW OF CERTAIN TRANSACTION DOCUMENTS", Subsection "Receivables Sale Agreement", Paragraph "Representations and Warranties as to the Assigned Rights", Definition of "Eligible Obligor, Items (A) and (F) of the Prospectus.</p>

	<p>The portfolio contains Auto Loan Agreements that have been entered with Obligors that fall into the 'retail exposure' category of Article 243(2) (b) (iii) of the CRR as (i) the exposure is to either to a natural person or to an SME, (ii) the exposure is one of a significant number of exposures with similar characteristics, and (iii) the total amount owed by the obligor client or group of connected clients does not exceed EUR 1 mln, see Article 123 of the CRR . As a result, these retail exposures would have a risk weight of 75% under the Standardised Approach.</p>
	<p>The portfolio also contains Auto Loan Agreements that have been entered with Obligors that represent 'exposures to corporates' according to Article 122 of the CRR and hence fall into the 'other exposure' category of Article 243(2) (b) (iv) of the CRR. The Seller is not using a credit assessment by a 'nominated ECAI' according to Article 4 (1) point 99 of the CRR. Hence, the underlying exposures for which such a credit assessment is not available shall be assigned the higher of (i) a 100% risk weight or (ii) the risk weight of the jurisdiction in which the corporate is incorporated (=Portugal, see Article 122 (2) of the CRR. The risk weight of the jurisdiction in which the corporates are incorporated (=Portugal) is 50% given that Portugal is assigned a Credit Quality Step of 3, see Article 114 (2) of the CRR.</p>
	<p>Therefore, the underlying exposures meet the conditions for being assigned under the Standardised Approach and taking into account any eligible credit risk mitigation, a risk weight equal to or smaller than 100 % for other (=corporate) exposures in accordance with Article 122 (2) and equal to or smaller than 75% for retail exposures in accordance with Article 123 of the CRR, on an individual exposure basis.</p>

#	Criterion Article 243 (2) (c)	CRR Assessment
4	Inclusion of loans secured by lower ranking security rights for RMBS and CMBS	<p><u>Verification Method:</u> Legal (Prospectus, Receivables Purchase Agreement)</p> <p>The Eligibility Criteria restrict the underlying exposures to auto loan receivables under Auto Loan Contracts – therefore, residential or commercial mortgage loans do not form part of the portfolio, please refer to Section "OVERVIEW OF CERTAIN TRANSACTION DOCUMENTS", Subsection "Receivables Sale Agreement", Paragraph "Representations and Warranties as to the Assigned Rights", Definition of "Eligible Receivable" of the Prospectus.</p>

#	Criterion Article 243 (2) (d)	CRR Assessment
5	Maximum loan-to-value for RMBS	<p><u>Verification Method:</u> Legal (Legal opinion, Receivable purchase agreement)</p> <p>The Eligibility Criteria restrict the underlying exposures to auto loan Receivables under Auto Loan Contracts – therefore, residential mortgage loans do not form part of the portfolio, please refer to Section "OVERVIEW OF CERTAIN TRANSACTION DOCUMENTS", Subsection "Receivables Sale Agreement", Paragraph "Representations and Warranties as to the Assigned Rights", Definition of "Eligible Receivable" of the Prospectus.</p>

As a result of the verifications documented above, we confirm to 321Crédito that the requirement pursuant to Article 243 (2) of Regulation (EU) 2017/2401 dated 12 December 2017, amending Regulation (EU) No 575/2013 on prudential requirements for credit institutions and investment firms, have been fulfilled for the transaction **"TAGUS – SOCIEDADE DE TITULARIZAÇÃO DE CRÉDITOS, S.A., acting in respect of its Compartment Ulisses Finance No. 3"**.

SVI contact details:

Michael Osswald
Managing Director
STS Verification International GmbH
Mainzer Landstrasse 61
60329 Frankfurt am Main
+49 69 8740 344-10
michael.osswald@svi-gmbh.com

Marco Pause
Director
STS Verification International GmbH
Mainzer Landstrasse 61
60329 Frankfurt am Main
+49 69 8740 344-43
marco.pause@svi-gmbh.com

Salah Maklada
Associate Director
STS Verification International GmbH
Mainzer Landstrasse 61
60329 Frankfurt am Main
+49 69 8740 344-45
salah.maklada@svi-gmbh.com

Yves Gafumbegete
Associate
STS Verification International GmbH
Mainzer Landstrasse 61
60329 Frankfurt am Main
+49 69 8740 344-42
yves.gafumbegete@svi-gmbh.com