

MAY 29TH, 2017, SAVINGS' SHAREHOLDERS' MEETING

Agenda item no. 2: Appointment of the Savings' Shareholders' Representative for the 2017-2019 period, with the term of office expiring at the date of the Annual General Meeting called upon to approve the Company's 2019 financial statements

Documents to be filed for possible candidacies

The Savings Shareholders who wish to file resolution proposals on candidacies for the appointment as Savings' Shareholders' Representative must give the Company the following documents, duly signed and dated:

- 1) a declaration regarding the candidacy and concerning his/her possessing the requirements necessary to take on the office (pls. see form below - annex 1);
- 2) a *curriculum vitae*¹;
- 3) a document attesting his/her quality as savings' shareholder (only if the candidacy is filed before the Meeting).

The Savings Shareholders must give the Company the above documents:

- (i) before the Meeting, in good time, by any of the following means: a) by hand delivery, at its Registered Office or Head Office, "*to the attention of the Group Corporate Affairs Department*"; b) through the post, by means of a registered letter with recorded delivery addressed either to the Registered Office or to the Head Office, with the explicit indication "*to the attention of the Group Corporate Affairs Department*"; c) through certified e-mail addressed to corporate.law@pec.unicredit.eu;
- (ii) during the Meeting, in case of candidacy submitted at that moment in time.

UniCredit S.p.A.

Milan, April 28, 2017

ATTENTION

The contents of this document are put at the UniCredit Savings' Shareholders' disposal merely for information purposes and, as such, are not to be taken as in any way replacing or supplementing the current provisions that govern the Savings' Shareholders' Representative appointment processes, that Savings Shareholders must refer to.

¹ Both in Italian and English.

ANNEX 1 - STATEMENT CONCERNING THE CANDIDACY AS SAVINGS' SHAREHOLDERS' REPRESENTATIVE AND THE INEXISTENCE OF REASONS FOR ONE'S INELIGIBILITY, FORFEITURE AND INCOMPATIBILITY

I, the undersigned _____ (fiscal code _____) born in _____ on _____, resident in _____, _____ nationality, in relation to the appointment of the UniCredit S.p.A. Savings' Shareholders' Representative, on the agenda of the Savings' Shareholders' Meeting convened on May 29th, 2017, under my own responsibility:

STATE THAT

I stand for election / I irrevocably accept my candidacy as UniCredit S.p.A. Savings' Shareholders' Representative and I irrevocably accept my possible appointment to said office.

STATE THAT,

also having taken into account the provisions of Sec.147 of the Legislative Decree no. 58/98, no situation of ineligibility and forfeiture as envisaged by Sec.s. 2417 and 2399 of the Italian Civil Code nor any other situation incompatible with the carrying out of the office of Savings' Shareholders' Representative occurs.

I, the undersigned, also:

- **UNDERTAKE** to promptly inform UniCredit S.p.A. of any changes in the above circumstances and, on request by the Company, to produce any documentation suitable to confirm the truthfulness of the facts declared;
- having taken notice of the advice given according to Section 13 of the Legislative Decree no. 196 dated June 30, 2003 reported/quoted below, **AUTHORIZE** the publication of the aforesaid information and of that concerning the personal and professional characteristics mentioned in my *curriculum vitae*, herewith attached.

Date, _____ Signed _____

Annexes:

- Curriculum vitae

INFORMATION (pursuant to Section 13 of Legislative Decree no. 196/2003)

UniCredit S.p.A., with Registered Office in Rome, Via Alessandro Specchi, 16 and Head Office in Milan, Piazza Gae Aulenti, 3 (Tower A) informs you, as "Data controller", that the personal data provided will be handled in accordance with the provisions of the Legislative Decree no. 196/2003 for the assessment of the meeting of the requirements necessary for the appointment to the office of UniCredit S.p.A. Savings' Shareholders' Representative both by means of IT tools and, in case of need, with the competent Offices in order to verify their truthfulness. Such processing does not require your consent.

Moreover, with your consent, UniCredit S.p.A. will publish your data on the www.unicreditgroup.eu website as well as the information on your personal and professional characteristics contained in your curriculum vitae attached to this statement.

UniCredit S.p.A. also informs you that you may exercise your rights, such as to obtain the erasure, updating, rectification or integration of your data as well as to object, on legitimate grounds, to their processing. For any explanation or support, please contact: corporate.law@pec.unicredit.eu