



**Ordinary and Extraordinary
Shareholders' Meeting
4th December 2017**

Summary report of the votes

UNICREDIT S.p.A.

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING
4TH OF DECEMBER 2017

Attendance to the meeting: no. 2,457 Shareholders in person or by proxy
representing no. 1,401,067,324 ordinary shares corresponding to 62.949717% of the ordinary share capital.

SUMMARY REPORT OF THE VOTES ON THE AGENDA OF THE MEETING

to grant BoD with power to submit its own list

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	2394	1,380,887,102	98.572412	98.662315	62.043023
Against	10	2,595	0.000185	0.000185	0.000117
Abstentions	18	9,750,103	0.695995	0.696630	0.438070
Not Voting	32	8,969,672	0.640286	0.640870	0.403006
Total	2454	1,399,609,472	99.908878	100.000000	62.884216

Elimination of the 5% limit

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	2398	1,380,891,282	98.572710	98.662613	62.043211
Against	6	1,288	0.000092	0.000092	0.000058
Abstentions	17	9,745,790	0.695688	0.696322	0.437877
Not Voting	33	8,971,112	0.640388	0.640973	0.403071
Total	2454	1,399,609,472	99.908878	100.000000	62.884216

Mandatory conversion of saving shares

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	2391	1,378,132,427	98.375774	98.465497	61.919256
Against	12	579,278	0.041351	0.041389	0.026027
Abstentions	16	11,919,445	0.850850	0.851626	0.535539
Not Voting	35	8,978,322	0.640903	0.641488	0.403394
Total	2454	1,399,609,472	99.908878	100.000000	62.884216

Transfer of registered office

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	2406	1,385,359,808	98.891689	98.981883	62.243981
Against	2	31	0.000002	0.000002	0.000001
Abstentions	10	5,279,877	0.376896	0.377239	0.237224
Not Voting	35	8,969,755	0.640292	0.640876	0.403010
Total	2453	1,399,609,471	99.908878	100.000000	62.884216

Permanent Statutory Auditor (Laghi vacancy)

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
PAOLUCCI	1420	828,847,265	59.166467	59.220430	37.239967
CAROLLO	84	31,574,033	2.253882	2.255938	1.418616
Against	622	261,836,182	18.690925	18.707972	11.764255
Abstentions	249	257,321,004	18.368613	18.385366	11.561389
Not Voting	68	20,018,344	1.428990	1.430294	0.899421
Total	2443	1,399,596,828	99.908877	100.000000	62.883648

Permanent Statutory Auditor (Spinardi Vacancy)

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
BIENTINESI	2202	1,132,458,924	80.839494	80.913225	50.881187
CAROLLO	84	31,572,288	2.253758	2.255813	1.418538
Against	5	44,374,820	3.167654	3.170543	1.993753
Abstentions	127	189,530,651	13.529464	13.541803	8.515580
Not Voting	24	1,660,144	0.118508	0.118616	0.074590
Total	2442	1,399,596,827	99.908877	100.000000	62.883648

Stand-in Statutory Auditor appointment (Pagani)

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	1565	881,230,797	62.905815	62.963189	39.593550
Against	563	261,013,920	18.632228	18.649222	11.727311
Abstentions	251	238,213,289	17.004627	17.020136	10.702883
Not Voting	62	19,138,820	1.366206	1.367452	0.859904
Total	2441	1,399,596,826	99.908877	100.000000	62.883648

Stand-in Statutory Auditor appointment (Amato)

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
In Favour	2217	1,144,150,340	81.674075	81.748567	51.406481
Against	68	45,956,386	3.280553	3.283545	2.064813
Abstentions	137	208,709,479	14.898526	14.912114	9.377281
Not Voting	18	780,611	0.055723	0.055774	0.035073
Total	2440	1,399,596,816	99.908877	100.000000	62.883647