

Ordinary and Extraordinary Shareholders' Meeting

Summary Reports
of the Votes

12th April 2018

UNICREDIT S.p.A.

ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING
12TH OF APRIL 2018

Attendance to the meeting: no. 2,584 Shareholders in person or by proxy
representing no. 1,451,197,692 ordinary shares corresponding to 65.173823% of the ordinary share capital.

SUMMARY REPORT OF THE VOTES ON THE AGENDA OF THE MEETING

Approval of the 2017 financial statements

	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	2,478	1,427,761,876	98.645909	98.645909	64.121312
Against	26	5,517,238	0.381193	0.381193	0.247781
Abstentions	5	3,380,354	0.233553	0.233553	0.151813
Not Voting	50	10,700,979	0.739344	0.739344	0.480585
Total	2,559	1,447,360,447	100.000000	100.000000	65.001491

Allocation of the net profit of the year 2017

	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	2,479	1,429,512,753	98.766906	98.766906	64.199944
Against	22	485,908	0.033572	0.033572	0.021822
Abstentions	3	875,831	0.060512	0.060512	0.039334
Not Voting	54	16,485,575	1.139010	1.139010	0.740373
Total	2,558	1,447,360,067	100.000000	100.000000	65.001474

Set of the number of Board members

	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	2,512	1,404,252,655	97.021889	97.021889	63.065504
Against	2	1,215,758	0.083999	0.083999	0.054600
Abstentions	7	37,633,283	2.600139	2.600139	1.690125
Not Voting	29	4,254,841	0.293973	0.293973	0.191086
Total	2,550	1,447,356,537	100.000000	100.000000	65.001315

Appointment of Directors

	NO. OF SHAREHOLDERS (IN PERSON OR BY PROXY)	NO. OF SHARES	% ON ORDINARY SHARES REPRESENTED	% ON SHARES ADMITTED TO VOTE	% ON ORDINARY SHARE CAPITAL
LISTA 1	2,200	1,296,663,558	89.588400	89.588400	58.233638
LISTA 2	295	102,387,734	7.074120	7.074120	4.598271
Against	29	10,857,261	0.750144	0.750144	0.487604
Abstentions	3	36,937,961	2.552098	2.552098	1.658897
Not Voting	23	510,023	0.035238	0.035238	0.022905
Total	2,550	1,447,356,537	100.000000	100.000000	65.001315

Determination of the remuneration for Directors

	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	2,458	1,385,263,754	95.709918	95.709918	62.212705
Against	13	5,906,229	0.408070	0.408070	0.265251
Abstentions	16	39,734,138	2.745290	2.745290	1.784475
Not Voting	63	16,452,416	1.136722	1.136722	0.738884
Total	2,550	1,447,356,537	100.000000	100.000000	65.001315

2018 Group Incentive System

	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	2,367	1,401,015,074	97.576243	97.576243	62.920103
Against	112	14,870,118	1.035656	1.035656	0.667822
Abstentions	10	3,482,190	0.242523	0.242523	0.156386
Not Voting	48	16,448,379	1.145577	1.145577	0.738703
Total	2,537	1,435,815,761	100.000000	100.000000	64.483015

2018 Group Compensation Policy

	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	2,423	1,403,542,140	97.752245	97.752245	63.033594
Against	58	12,343,344	0.859675	0.859675	0.554344
Abstentions	10	3,482,190	0.242523	0.242523	0.156386
Not Voting	46	16,448,087	1.145557	1.145557	0.738690
Total	2,537	1,435,815,761	100.000000	100.000000	64.483015

Amendments Regulations governing general meeting

	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	2,464	1,412,591,488	98.740357	98.740357	63.440004
Against	19	446,682	0.031223	0.031223	0.020061
Abstentions	3	875,831	0.061221	0.061221	0.039334
Not Voting	48	16,698,088	1.167199	1.167199	0.749917
Total	2,534	1,430,612,089	100.000000	100.000000	64.249316

Delegation to BoD for free capital increase

	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	2,413	1,404,991,449	98.209129	98.209129	63.098683
Against	65	8,182,978	0.571991	0.571991	0.367501
Abstentions	7	987,581	0.069032	0.069032	0.044353
Not Voting	48	16,449,849	1.149847	1.149847	0.738769
Total	2,533	1,430,611,857	100.000000	100.000000	64.249305

Delegation BoD free capital increase inc, 2018

	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	2,406	1,402,103,540	98.007286	98.007286	62.968986
Against	70	10,705,517	0.748318	0.748318	0.480789
Abstentions	8	1,354,118	0.094653	0.094653	0.060814
Not Voting	48	16,448,360	1.149743	1.149743	0.738702
Total	2,532	1,430,611,535	100.000000	100.000000	64.249291

Amendments to clauses 9.20.21.23.27.29.30.34 AoA

	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	2,456	1,407,071,321	98.356969	98.356969	63.192091
Against	21	4,677,656	0.326977	0.326977	0.210075
Abstentions	5	2,377,631	0.166201	0.166201	0.106780
Not Voting	47	16,449,527	1.149853	1.149853	0.738754
Total	2,529	1,430,576,135	100.000000	100.000000	64.247701