

One Bank, One Team, One UniCredit.

1. Approval of the 2019 financial statements;
Directors' Report

April 9, 2020

Ordinary and Extraordinary Shareholders' Meeting

Approval of the 2019 Financial Statements

Dear Shareholders,

You have been called to the Ordinary Shareholders' Meeting of UniCredit S.p.A. (the "Company" or UniCredit") to approve, inter alia, the 2019 Financial Statements.

For a complete illustration and detailed analysis of the situation of the Company and the results of operations, please refer to the draft of financial statements approved by the Board of Directors on February 5, 2020 accompanied by the Report on operations and made available to shareholders in the manner and with the deadlines prescribed by current legislative and regulatory provisions. Please note that the Legal Reserve to date amounts to €4,200,904,723.67, capacious compared to the limit set by Art. 2430 of the Italian Civil Code.

Resolutions submitted to the Ordinary Shareholders' Meeting

Dear Shareholders,

you are invited to adopt the following resolutions:

"The Shareholders' Meeting of UniCredit, in ordinary session, agreeing with the contents of the draft of 2019 financial statements approved by the Board of Directors,

resolves:

to approve the 2019 Financial Statements of UniCredit S.p.A., comprising the Balance Sheet, Income Statement, Statement of Comprehensive Income, Statement of Changes in Shareholders' Equity, Cash Flow Statement and Notes to the Accounts, as presented by the Board of Directors as a whole and with regard to the individual entries".