



Extraordinary Shareholders' Meeting 15th December 2011

- **Summary report of the votes**

EXTRAORDINARY SHAREHOLDERS' MEETING of 15 December 2011

RESULTS OF VOTING

SubJet : **Free share capital increase**

45 (*) persons entitled to vote took part in the voting, representing **6.625.024.786** ordinary shares, equating to **34,372410 %** of ordinary share capital of which **805.449.080** shares were represented in person and **5.819.575.706** by proxy.

6.625.024.786 ordinary shares were admitted to voting, corresponding to **100,000000%** of the shares represented at the meeting.

The counting of votes produced the following results:

			% of share capital present and entitled to vote %ordinary capital	
In Favour	6.505.595.077	votes equating to	98,197294	33,752776
AGAINST	27.000.819	votes equating to	0,407558	0,140088
Sub-Total	6.532.595.896	votes equating to	98,604852	33,892864
Abstentions	265.543	votes equating to	0,004008	0,001378
Not Voting	92.163.347	votes equating to	1,391140	0,478168
Sub-Total	92.428.890	votes equating to	1,395148	0,479546
Total	6.625.024.786	votes equating to	100,000000	34,372410

Pursuant to art. 135-undecies of TUF **0** shares were not counted for the calculation of the majority and of share capital needed for approval to voting, corresponding to % of the shares represented at the meeting.

(*)NOTE:

There were -8 more people in attendance entitled to vote relative to the previous count, representing an additional 0,493509% of ordinary share capital.

EXTRAORDINARY SHAREHOLDERS' MEETING of 15 December 2011

RESULTS OF VOTING

SubJet : **Elimination of the per-share nominal value**

45 (*) persons entitled to vote took part in the voting, representing **6.625.024.786** ordinary shares, equating to **34,372410 %** of ordinary share capital of which **805.449.080** shares were represented in person and **5.819.575.706** by proxy.

6.625.024.786 ordinary shares were admitted to voting, corresponding to **100,000000%** of the shares represented at the meeting.

The counting of votes produced the following results:

			% of share capital present and entitled to vote %ordinary capital	
In Favour	6.486.991.858	votes equating to	97,916492	33,656258
AGAINST	27.358.633	votes equating to	0,412959	0,141944
Sub-Total	6.514.350.491	votes equating to	98,329451	33,798202
Abstentions	18.498.448	votes equating to	0,279221	0,095975
Not Voting	92.175.847	votes equating to	1,391328	0,478233
Sub-Total	110.674.295	votes equating to	1,670549	0,574208
Total	6.625.024.786	votes equating to	100,000000	34,372410

Pursuant to art. 135-undecies of TUF **0** shares were not counted for the calculation of the majority and of share capital needed for approval to voting, corresponding to % of the shares represented at the meeting.

(*)NOTE:

There were 0 more people in attendance entitled to vote relative to the previous count, representing an additional 0,000000% of ordinary share capital.

EXTRAORDINARY SHAREHOLDERS' MEETING of 15 December 2011

RESULTS OF VOTING

SubJet : **Share capital increase**

45 (*) persons entitled to vote took part in the voting, representing **6.625.024.786** ordinary shares, equating to **34,372410 %** of ordinary share capital of which **805.449.080** shares were represented in person and **5.819.575.706** by proxy.

6.625.024.786 ordinary shares were admitted to voting, corresponding to **100,000000%** of the shares represented at the meeting.

The counting of votes produced the following results:

			% of share capital present and entitled to vote %ordinary capital	
In Favour	6.485.270.941	votes equating to	97,890516	33,647329
AGAINST	47.567.626	votes equating to	0,717999	0,246794
Sub-Total	6.532.838.567	votes equating to	98,608515	33,894123
Abstentions	16.985	votes equating to	0,000256	0,000088
Not Voting	92.169.234	votes equating to	1,391229	0,478199
Sub-Total	92.186.219	votes equating to	1,391485	0,478287
Total	6.625.024.786	votes equating to	100,000000	34,372410

Pursuant to art. 135-undecies of TUF **0** shares were not counted for the calculation of the majority and of share capital needed for approval to voting, corresponding to % of the shares represented at the meeting.

(*)NOTE:

There were 0 more people in attendance entitled to vote relative to the previous count, representing an additional 0,000000% of ordinary share capital.

EXTRAORDINARY SHAREHOLDERS' MEETING of 15 December 2011

RESULTS OF VOTING

SubJet : **Reverse split of UniCredit shares**

45 (*) persons entitled to vote took part in the voting, representing **6.625.024.786** ordinary shares, equating to **34,372410 %** of ordinary share capital of which **805.449.080** shares were represented in person and **5.819.575.706** by proxy.

6.625.024.786 ordinary shares were admitted to voting, corresponding to **100,000000%** of the shares represented at the meeting.

The counting of votes produced the following results:

			% of share capital present and entitled to vote %ordinary capital	
In Favour	6.505.464.299	votes equating to	98,195320	33,752098
AGAINST	27.396.253	votes equating to	0,413527	0,142139
Sub-Total	6.532.860.552	votes equating to	98,608847	33,894237
Abstentions	0	votes equating to	0,000000	0,000000
Not Voting	92.164.234	votes equating to	1,391153	0,478173
Sub-Total	92.164.234	votes equating to	1,391153	0,478173
Total	6.625.024.786	votes equating to	100,000000	34,372410

Pursuant to art. 135-undecies of TUF **0** shares were not counted for the calculation of the majority and of share capital needed for approval to voting, corresponding to % of the shares represented at the meeting.

(*)NOTE:

There were 0 more people in attendance entitled to vote relative to the previous count, representing an additional 0,000000% of ordinary share capital.

EXTRAORDINARY SHAREHOLDERS' MEETING of 15 December 2011

RESULTS OF VOTING

SubJet : **Amendment of article 32 of the Company's**

45 (*) persons entitled to vote took part in the voting, representing **6.625.024.786** ordinary shares, equating to **34,372410 %** of ordinary share capital of which **805.449.080** shares were represented in person and **5.819.575.706** by proxy.

6.625.024.786 ordinary shares were admitted to voting, corresponding to **100,000000%** of the shares represented at the meeting.

The counting of votes produced the following results:

			% of share capital present and entitled to vote %ordinary capital	
In Favour	6.487.378.173	votes equating to	97,922323	33,658262
AGAINST	45.477.894	votes equating to	0,686456	0,235952
Sub-Total	6.532.856.067	votes equating to	98,608779	33,894214
Abstentions	4.485	votes equating to	0,000068	0,000023
Not Voting	92.164.234	votes equating to	1,391153	0,478173
Sub-Total	92.168.719	votes equating to	1,391221	0,478196
Total	6.625.024.786	votes equating to	100,000000	34,372410

Pursuant to art. 135-undecies of TUF **0** shares were not counted for the calculation of the majority and of share capital needed for approval to voting, corresponding to % of the shares represented at the meeting.

(*)NOTE:

There were 0 more people in attendance entitled to vote relative to the previous count, representing an additional 0,000000% of ordinary share capital.