



UniCredit S.p.A.
acting through its London Branch

Negotiable commercial paper
(Negotiable European Commercial Paper - NEU CP)¹
Not guaranteed programme

Information Memorandum

Name of the Programme	UniCredit S.p.A., NEU CP
Name of the Issuer	UniCredit S.p.A., acting through its London Branch
Type of Programme	NEU CP Programme
Programme size	EUR 20,000,000,000
Guarantor	N/A
Rating of the Programme	Rated Moody's Investors Service Ltd S&P Global Ratings
Arranger	BNP Paribas
Introduction Adviser(s)	N/A
Legal Adviser	Clifford Chance Europe LLP
Issuing and Paying Agent	Société Générale
Dealers	BNP Paribas, Crédit Agricole Corporate & Investment Bank, Natixis, Société Générale, UniCredit S.p.A.
Execution date of the Information Memorandum	22/05/2020
Amendment to the Information Memorandum	None

Drawn up pursuant to Articles L 213-1A to L 213-4-1 of the French Monetary and Financial Code

A copy of the information memorandum is sent to:

BANQUE DE FRANCE
Direction générale de la stabilité financière et des opérations (DGSO)
Direction de la mise en œuvre de la politique monétaire (DMPM)
21-1134 Service des Titres de Créances Négociables (STCN)
39, rue Croix des Petits Champs
75049 PARIS CEDEX 01
(To the attention of the Head of Division)

The Banque de France invites investors to read the general terms and conditions for the use of information related to negotiable debt securities: <https://www.banque-france.fr/en/monetary-policy/monitoring-and-development-market-financing/commercial-paper-and-medium-term-note-market-neu-cp-neu-mtn>

¹ Trade name of the Commercial Paper defined in Article D.213-1 of the French Monetary and Financial Code.

MIFID II product governance / Professional investors and Eligible Counterparties only target market – Solely for the purposes of the Issuer's product approval process in respect of the NEU CP, the target market assessment in respect of any of the NEU CP to be issued under this Programme has led to the conclusion that: (i) the target market for the NEU CP is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, "**MiFID II**"); and (ii) all channels for distribution of the NEU CP to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the NEU CP (a "**distributor**") should take into consideration the Issuer's target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the NEU CP (by either adopting or refining the Issuer's target market assessment) and determining appropriate distribution channels.

PRIIPs Regulation / PROHIBITION OF SALES TO EEA AND UK RETAIL INVESTORS – The NEU CP are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("**EEA**") or in the United Kingdom ("**UK**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended or superseded, "**MiFID II**"); or (ii) a customer within the meaning of Directive 2016/97/EC (the "**Insurance Distribution Directive**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended the "**PRIIPs Regulation**") for offering or selling the NEU CP or otherwise making them available to retail investors in the EEA or in the UK has been prepared and therefore offering or selling the NEU CP or otherwise making them available to any retail investor in the EEA or in the UK may be unlawful under the PRIIPs Regulation.

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ENGLISH SECTION

1. DESCRIPTION OF THE ISSUANCE PROGRAMME		
Article D. 213-9, 1° and D. 213-11 of the French Monetary and Financial Code and Article 6 of the order of 30 May 2016 and subsequent amendments		
1.1	Name of the programme	UniCredit S.p.A., London Branch, NEU CP (the " Programme ").
1.2	Type of programme	Programme of French law negotiable European commercial paper (<i>titres de créances négociables</i>) (the " NEU CP "), in accordance with the provisions of Articles L. 213-1 A to L. 213-4-1 and D. 213-1 to 213-14 of the French Monetary and Financial Code.
1.3	Name of the issuer	UniCredit S.p.A., acting through its London Branch (the " Issuer ").
1.4	Type of issuer	Monetary financial institution.
1.5	Purpose of the programme	Short term funding programme.
1.6	Programme size	The maximum outstanding amount under the Programme is EUR 20,000,000,000 or its equivalent amount (using the exchange rate applicable at the time of issuance) in any other currency authorized by the <i>Banque de France</i> on the issue date.
1.7	Characteristics and form of the NEU CP	The NEU CP are issued in bearer form and recorded in the books of authorized intermediaries (book entry system) in accordance with French laws and regulations. No global or definitive note or other materialised instrument will be issued or printed.
1.8	Yield basis	<p>The remuneration of the NEU CP is unrestricted.</p> <p>However, if the Issuer issues NEU CP with remuneration linked to an index, or an index clause, the Issuer shall only issue NEU CP with remuneration linked to usual money market indexes, such as but not restricted to Euribor, Libor or EONIA.</p> <p>The remuneration of the NEU CP may be negative depending on the fixed rates or the trend of the money market indexes applicable to the calculation of remuneration. In this case, redemption amounts of the NEU CP may be below par.</p> <p>The Issuer may not issue NEU CP with variable redemption amount.</p> <p>The Issuer may not issue NEU CP which may be redeemed at an amount below the nominal amount of the relevant NEU CP, provided however that the foregoing restriction shall not apply in the event of an early redemption of zero coupon or discounted NEU CP which may be redeemed at an amount below the stated nominal amount. Therefore, the Issuer may not issue NEU CP with potentially variable principal payments at maturity.</p> <p>In the case of an issue of NEU CP embedding a possibility of early redemption, extension or repurchase, as mentioned in paragraph 1.10, the conditions of remuneration of such NEU CP will be set at when the said NEU CP will be initially issued and shall not be further modified, including when such extension or repurchase will be exercised.</p>
1.9	Currencies of issue of the NEU CP	Euro (" EUR ") or in any other currency authorised by the <i>Banque de France</i> in accordance with Article D. 213-6 of the French Monetary and Financial Code.

1.10	Maturity of the NEU CP	<p>The term of the NEU CP shall be determined in accordance with laws and regulations applicable in France, which implies that, at the date hereof, such term shall not be less than one day and shall not exceed 365 days (366 days in a leap year).</p> <p>The NEU CP may be redeemed before maturity in accordance with the laws and regulations applicable in France.</p> <p>The NEU CP issued under the Programme may carry one or more embedded option(s) of extension of the term (hold by either the Issuer or the holder, or linked to one or several events not related to either the Issuer or the holder).</p> <p>The NEU CP issued under the Programme may also carry one or more embedded option(s) of repurchase before the term (hold by either the Issuer or the holder, or linked to one or several events not related to either the Issuer or the holder).</p> <p>An option of early redemption, extension or repurchase of, NEU CP if any, shall be explicitly specified in the confirmation form of any related issuance of NEU CP.</p> <p>In any case, the overall maturity of any NEU CP embedded with one or several of such clauses, shall always - all options of early redemption, extension or repurchase included – conform to laws and regulations in force in France at the time of the issue.</p>
1.11	Minimum Issuance Amount	The minimum issuance amount at the time of each issue, will be at least equal to EUR 200,000 (or its equivalent in any other currency).
1.12	Minimum denomination of the NEU CP	Pursuant to Article D.213-11 of the French Monetary and Financial Code, the minimum denomination of the NEU CP determined at the time of each issue, will be at least EUR 200,000 (or its equivalent in any other currency selected at the time of the issue).
1.13	Status of the NEU CP	The NEU CP shall constitute direct, unsecured and unsubordinated obligations of the Issuer, ranking at least <i>pari passu</i> with all other current and future direct, unsecured, unguaranteed and unsubordinated indebtedness of the Issuer, save for such obligations that may be mandatorily preferred by law.
1.14	Governing law that applies to the Commercial Paper	<p>NEU CP issued under this Programme will be governed by French law.</p> <p>All potential disputes related to the issuance of the NEU CP shall be governed by and construed according to French law.</p>
1.15	Admission to trading on a regulated market	<p>All, or part only, of the NEU CP issued by UniCredit S.p.A., London Branch, may be admitted to trading on Euronext Paris pursuant to Regulation (EU) 2017/1129 of the European Parliament and the Council dated 14 June 2017 (the "Prospectus Regulation"). You can verify whether an issue of NEU CP is admitted to trading on the website of Euronext Paris at the following address:</p> <p>https://www.euronext.com/fr/pd/bonds/ALXA%2CALXB%2CALXL%2CALXP%2CXP%2CXAMS%2CXBRU%2CXLI%2CXML%2CMLXB%2CENXB%2CENXL%2CTNLA%2CTNLB%2CXLDN%2CXHFT</p>
1.16	Settlement system	Euroclear France or ID2S.
1.17	Rating of the Programme	<p>Rated</p> <p>Ratings have been assigned by the rating agencies referred to below (the "Rating Agencies"):</p> <p>Moody's Investors Service Ltd.</p> <p>S&P Global Ratings, acting through Standard & Poor's Credit Market Services</p>

		<p>Europe Limited</p> <p>Moody's Investors Service Ltd.</p> <p>The rating assigned by Moody's Investors Service Ltd. to the programme can be checked out at the following internet address:</p> <p>https://www.moodys.com/credit-ratings/UniCredit-SpA-London-Branch-credit-rating-824676141?emsk=32&isMaturityNotDebt=0&isWithdrawnIncluded=0&emvalue=MDY:824676294</p> <p>Moody's Investors Service Ltd. identifier for UniCredit S.p.A.: 212250</p> <p>Moody's Investors Service Ltd. identifier for UniCredit S.p.A. – French Commercial Paper: 824676294</p> <p>S&P Global Ratings, acting through Standard & Poor's Credit Market Services Europe Limited:</p> <p>The rating assigned by S&P Global Ratings, acting through Standard & Poor's Credit Market Services Europe Limited to the programme can be checked out at the following internet address:</p> <p>http://www.standardandpoors.com/en_US/web/guest/ratings/details/-/instrument-details/debtType/CERTDEPST/entityId/110053</p> <p>Username: 110053</p> <p>The ratings may be reviewed at any time by the Rating Agencies. Investors are invited to refer to the website of the relevant Rating Agencies in order to have access to the latest rating.</p> <p>For the avoidance of doubt, the Issuer shall not be responsible for the information appearing on the website of the Rating Agencies.</p>
1.18	Guarantor(s)	Not applicable.
1.19	Issuing and Paying Agent(s) (IPA)	<p>Société Générale.</p> <p>The Issuer may decide to replace the initial Issuing and Paying Agent and appoint another Issuing and Paying Agent and will, following such appointment, update the Information Memorandum in accordance with French laws and regulations.</p>
1.20	Arranger(s)	BNP Paribas.
1.21	Dealer(s)	<p>The NEU CP will be either directly placed by the Issuer or subscribed and placed by the dealer(s) (the “Dealers”) appointed at any time by the Issuer.</p> <p>On the date of the present Information Memorandum, the Issuer has appointed the following Dealers:</p> <p>BNP PARIBAS</p> <p>CREDIT AGRICOLE CORPORATE & INVESTMENT BANK</p> <p>NATIXIS</p> <p>SOCIETE GENERALE</p>

		<p>UNICREDIT S.p.A.</p> <p>The Issuer may elect to replace any of the Dealers, proceed to direct placement or appoint other Dealers; an updated list of the Dealers will be disclosed to investors upon request to the Issuer.</p>
1.22	Selling restrictions	<p>General</p> <p>Each of the Dealers, the initial subscribers and further holders undertakes not to take any action which would facilitate the public offering of NEU CP, or the possession or distribution of the Information Memorandum, or any other document relating to the NEU CP, in any country where the distribution of such documents would be contrary to its laws and regulations, and will only offer or sell the NEU CP in accordance with the laws and regulations in force in these particular countries.</p> <p>Each of the Dealers, the initial subscribers and further holders undertakes to comply with the laws and regulations in force in the countries where it will offer or sell the NEU CP or will hold or distribute the Information Memorandum, and will obtain all necessary authorisations and agreements in accordance with the laws and regulations in force in all the countries in which such an offer for sale will be made by it. Neither the Issuer, nor any Dealer, subscriber or holder will bear responsibility for the breach by another Dealer, subscriber or holder of these laws and regulations.</p>
		<p>France</p> <p>Each Dealer and any initial subscriber has represented and agreed and any further holder of the NEU CP will be deemed to have represented and agreed on the date on which it purchases the NEU CP that it has only offered or sold and will only offer or sell, directly or indirectly, any NEU CP to qualified investors (<i>investisseurs qualifiés</i>) as defined in Article L. 411-2 1° of the French <i>Code monétaire et financier</i> and it has only distributed or caused to be distributed in France to such qualified investors this Information Memorandum, any confirmations or any other offering material relating to the NEU CP.</p>
		<p>Italy</p> <p>The offering of the NEU CP has not been registered with the Commissione Nazionale per le Società e la Borsa ("CONSOB") pursuant to Italian securities legislation. Each Dealer has represented and agreed that any offer, sale or delivery of the NEU CP or distribution of copies of this Information Memorandum or any other document relating to the NEU CP in the Republic of Italy will be effected in accordance with all Italian securities, tax and exchange control and other applicable laws and regulation.</p> <p>Any such offer, sale or delivery of the NEU CP or distribution of copies of this Information Memorandum or any other document relating to the NEU CP in the Republic of Italy must be:</p> <ul style="list-style-type: none"> (i) made by an investment firm, bank or financial intermediary permitted to conduct such activities in the Republic of Italy in accordance with Legislative Decree No. 58 of 24 February 1998, CONSOB Regulation No. 20307 of 15 February 2018 and Legislative Decree No. 385 of 1 September 1993 (in each case as amended from time to time) any other applicable laws and regulations; (ii) in compliance with Article 129 of Legislative Decree No. 385 of 1 September 1993, as amended, pursuant to which the Bank of Italy may request information on the issue or the offer of securities in the Republic of Italy and the relevant implementing guidelines of the Bank of Italy issued on 25 August 2015 (as amended on 10 August 2016); and

		<p>(iii) in compliance with any other applicable law and regulations or requirement imposed by CONSOB or any other Italian authority.</p> <p><i>Provisions relating to the secondary market in the Republic of Italy</i></p> <p>Investors should also note that, in any subsequent distribution of the Commercial Paper in the Republic of Italy, Article 100-bis of Decree No. 58 may require compliance with the law relating to public offers of securities. Furthermore, where the Commercial Paper is placed solely with "qualified investors" and is then systematically resold on the secondary market at any time in the 12 months following such placing, purchasers of Commercial Paper who are acting outside of the course of their business or profession may in certain circumstances be entitled to declare such purchase void and, in addition, to claim damages from any authorised person at whose premises the Commercial Paper was purchased, unless an exemption provided for under Decree No. 58 applies.</p>
		<p>United Kingdom</p> <p>Each of the Dealers, the initial subscribers and further holders represents and agrees that:</p> <p>(i)</p> <p>(a) in the case of NEU CP with a maturity of less than one year, it is a person whose ordinary activities involve it in acquiring, holding, managing or disposing of investments (as principal or agent) for the purposes of its business;</p> <p>(b) it has not offered or sold and will not offer or sell any NEU CP other than to persons whose ordinary business activities involve them in acquiring, holding, managing or disposing of investments (as principal or agent) for the purposes of their businesses or who it is reasonable to expect will acquire, hold, manage or dispose of investments (as principal or agent) for the purposes of their businesses where the issue of such NEU CP would otherwise constitute a contravention of Section 19 of the FSMA by the Issuer;</p> <p>(ii) it has only communicated or caused to be communicated and will only communicate or cause to be communicated any invitation or inducement to engage in investment activity (within the meaning of Section 21 of the FSMA) received by it in connection with the issue or sale of any NEU CP in circumstances in which section 21(1) of the FSMA does not apply to the Issuer;</p> <p>(iii) it has complied and will comply with all applicable provisions of the FSMA with respect to anything done by it in relation to such NEU CP in, from or otherwise involving the United Kingdom.</p>
		<p>United States of America</p> <p>The NEU CP have not been and will not be registered under the 1933 Securities Act (as amended) or any other laws or regulations of any state member of the United States of America, and may not be offered or sold within the United States of America, or to, or for the account or benefit of, U.S. persons (as defined in accordance with Regulation "S" under the 1933 Securities Act as amended).</p> <p>Each of the Dealers, the initial subscribers and further holders represents and agrees that it has not offered, sold, or delivered, and will not offer, sell or deliver, whether directly or indirectly, any NEU CP within the United States of America or to U.S. persons or for the account or benefit of any U.S. person (i) as part of their distribution at any time and (ii) otherwise until the day immediately following 40 days after the later of (y) the day on which such NEU CP are offered and (z) the issue date of such NEU CP.</p>

		<p>Each of the Dealers, the initial subscribers and further holders also agrees that it will send to each distributor, dealer or person to which it sells NEU CP during the 40-day period (as referred to here above) a notice reporting the selling and offering restrictions of the NEU CP in the United States of America with respect to any sale or offer to US persons or for their account or benefit.</p> <p>The NEU CP shall be offered and sold only outside the United States to persons other than US persons (as defined in accordance with Regulation “S” under the 1933 Securities Act as amended).</p>
1.23	Taxation	The Issuer is not bound to indemnify any holder of the NEU CP in case of taxes which are payable under French law or any other foreign law in respect of the principal of, or the interest on, the NEU CP, except for any stamp or registration taxes payable by the Issuer under French law.
1.24	Involvement of national authorities	Banque de France
1.25	Contact(s)	<p>Information about the Issuer can be obtained from:</p> <p>Email: london.uc@unicredit.eu Telephone: 00 44 207 8261000 Postal address: UniCredit S.p.A. - London Branch Moor House 120 London Wall London EC2Y 5ET Great Britain</p>
1.26	Additional information on the programme	Optional ¹
1.27	Language of the Information Memorandum	The French section of this Information Memorandum is furnished for information purposes only. The English version is the binding version.

¹ Optional: information that the issuer may not provide because it is not required by French regulation.

2. DESCRIPTION OF THE ISSUER		
Article D.213-9, 2° of the French Monetary and Financial Code and Article 7, 3° paragraph of the order of 30 May 2016 and subsequent amendments		
2.1	Legal name	UniCredit S.p.A.
2.2	Legal form, status, governing law of the Issuer and competent courts	The Issuer is an Italian joint stock company. The governing law applicable to the Issuer is the Italian law. Relevant Italian courts are competent courts.
2.3	Date of incorporation /establishment	UniCredit S.p.A. (formerly Unicredito Italiano S.p.A.) established in Genoa by way of a private deed dated 28 April 1870.
2.4	Registered office	Registered office: Piazza Gae Aulenti, 3 – Tower A – 20154 Milan, Italy Administrative Head Office: Piazza Gae Aulenti, 3 – Tower A – 20154 Milan, Italy Branch: Moor House, 120 London Wall, EC2Y 5ET, United Kingdom.
2.5	Registration number, place of registration and LEI	Registered office: UniCredit S.p.A. is registered in Genoa trade and companies register and has a tax code and VAT code No. 00348170101. It is registered in the Register of Banking Groups and Parent Company of the UniCredit Banking Group, with cod. 02008.1, cod. ABI No. 02008.1. The Issuer's LEI (Legal Entity Identifier) is 549300TRUWO2CD2G5692. Member of the National Interbank Deposit Guarantee Fund and of the National Compensation Fund. Branch: UniCredit S.p.A. London Branch is registered at the Companies House under Corporate Registration number BR001786 and has a VAT code No. GB 736 1787 10.
2.6	Issuer's mission	The purpose of the Issuer (section II, clause 4 of its Article of Association) is to engage in deposit-taking and lending in its various forms, in Italy and abroad, operating in different countries in accordance with prevailing norms and practices. It may execute, while complying with prevailing legal requirements, all permitted transactions and services of a banking and financial nature. In order to achieve its corporate purpose as efficiently as possible, the Issuer may engage in any activity that is instrumental or in any case related to the above. The Issuer, in compliance with current legal provisions, may issue bonds and acquire shareholdings in Italy and abroad.


2.7	Brief description of current activities	<p>The Issuer is a bank incorporated as a joint stock company (<i>società per azioni</i> or S.p.A.) under the laws of Italy and its principal centre of business is at Piazza Gae Aulenti, 3 – Tower A – 20154 Milan, Italy. It is the parent holding company of the UniCredit Banking Group, a full-service financial services group engaged in a wide range of banking, financial and related activities (deposit-taking, lending, asset management, securities trading, securities brokerage, investment banking, international trade finance, corporate finance, foreign exchange, leasing, factoring and insurance) throughout Italy, Germany, Austria and numerous Central and Eastern European countries.</p> <p>UniCredit is a leading European commercial bank with an international network and operating in 18 countries, with about 3,717 branches and more than 84,245 employees.</p> <p>A full description of the Issuer's businesses, strategies and clients, organisational structures, products and services can be found on pages 529 to 533 (included) of the UniCredit Unconsolidated 2018 Annual Report (as defined below) (please refer to Appendix 2), on pages 39 to 43 (included) of the UniCredit Consolidated 2018 Annual Report (as defined below) (please refer to Appendix 2), and on pages 503 to 507 of the UniCredit Unconsolidated 2019 Annual Report (as defined below) (please refer to Appendix 2) and on pages 39 to 42 of the UniCredit Consolidated 2019 Annual Report (as defined below) (please refer to Appendix 2).</p>								
2.8	Capital or equivalent	<p>As of 31 December 2019, the Issuer's share capital, which is entirely subscribed and paid in, amounted to EUR 20,994,799,961.81 divided into 2,233,376,842 ordinary shares.</p> <p>For more information, please refer to pages 502 and 597 of the link below:</p> <p>https://www.unicreditgroup.eu/content/dam/unicreditgroup-eu/documents/en/investors/financial-reports/2019/4Q19/2019-Annual-Report-and-Accounts.pdf</p>								
2.9	List of main shareholders	<p>As at 31 December 2019, the main shareholders of the Issuer are:</p> <table border="1" data-bbox="502 1348 1348 1512"> <thead> <tr> <th data-bbox="502 1348 896 1393">SHAREHOLDERS</th> <th data-bbox="896 1348 1348 1393">%OWNED (1)</th> </tr> </thead> <tbody> <tr> <td data-bbox="502 1393 896 1451">1. BlackRock Inc.</td> <td data-bbox="896 1393 1348 1451">5.084%</td> </tr> <tr> <td data-bbox="502 1451 896 1512">2. Dodge & Cox</td> <td data-bbox="896 1451 1348 1512">5.002%</td> </tr> </tbody> </table> <p>(1) As a percentage of ordinary capital</p>	SHAREHOLDERS	%OWNED (1)	1. BlackRock Inc.	5.084%	2. Dodge & Cox	5.002%		
SHAREHOLDERS	%OWNED (1)									
1. BlackRock Inc.	5.084%									
2. Dodge & Cox	5.002%									
2.10	Listing of the shares of the Issuer	<p>The Issuer's equity securities are traded on the Milan, Frankfurt and Warsaw Stock Exchange's regulated markets.</p>								
2.11	Composition of governing bodies and supervisory bodies	<p>As at the date hereof, the Board of Directors is composed of the following individuals:</p> <table data-bbox="502 1818 1348 2042"> <tbody> <tr> <td data-bbox="502 1818 1018 1863">Cesare Bisoni</td> <td data-bbox="1018 1818 1348 1863">Chairman</td> </tr> <tr> <td data-bbox="502 1863 1018 1908">Jean-Pierre Mustier</td> <td data-bbox="1018 1863 1348 1908">Chief Executive Officer</td> </tr> <tr> <td data-bbox="502 1908 1018 1953">Lamberto Andreotti</td> <td data-bbox="1018 1908 1348 1953">Deputy Vice Chairman</td> </tr> <tr> <td data-bbox="502 1953 1018 2042">Mohamed Hamad Al Mehairi</td> <td data-bbox="1018 1953 1348 2042">Director</td> </tr> </tbody> </table>	Cesare Bisoni	Chairman	Jean-Pierre Mustier	Chief Executive Officer	Lamberto Andreotti	Deputy Vice Chairman	Mohamed Hamad Al Mehairi	Director
Cesare Bisoni	Chairman									
Jean-Pierre Mustier	Chief Executive Officer									
Lamberto Andreotti	Deputy Vice Chairman									
Mohamed Hamad Al Mehairi	Director									

		Sergio Balbinot	Director
		Vincenzo Cariello	Director
		Elena Carletti	Director
		Isabelle de Wismes	Director
		Stefano Micossi	Director
		Maria Pierdicchi	Director
		Francesca Tondi	Director
		Alexander Wolfgring	Director
		Elena Zambon	Director
		Gianpaolo Alessandro	Company Secretary
		Board of Statutory Auditors	
		Marco Rigotti	Chairman
		Angelo Rocco Bonisconi	Standing Auditor
		Guido Paolucci	Standing Auditor
		Antonella Bientinesi	Standing Auditor
		Benedetta Navarra	Standing Auditor
2.12	Accounting Method	<p>Under EU Regulation 1606 issued on 19 July 2002, the UniCredit Group is required to prepare its consolidated accounts in accordance with the IFRS issued by the IASB.</p> <p>For further information about the transition to IFRS please refer to page 519 of the link below:</p> <p>https://www.unicreditgroup.eu/content/dam/unicreditgroup-eu/documents/en/investors/financial-reports/2019/4Q19/2019-Annual-Report-and-Accounts.pdf</p>	
2.13	Accounting Year	The accounting year begins on 1 January and ends on 31 December of each year.	
2.13.1	Date of the annual general meeting of shareholders that approved the annual accounts for the previous financial year (or its equivalent)	9 April 2020	
2.14	Fiscal Year	The fiscal year begins on 1 January and ends on 31 December of each year.	

2.15	Auditors of the issuer, who have audited the issuer's annual accounts	
2.15.1	Auditors	<p>Deloitte & Touche S.p.A, UniCredit's external auditors, have audited:</p> <p>(i) UniCredit's consolidated financial statements as of and for the financial year ended 31 December 2018 (the "2018 Consolidated Reports and Accounts" or the "UniCredit Consolidated 2018 Annual Report");</p> <p>(ii) UniCredit's unconsolidated financial statements as of and for the financial year ended 31 December 2018 (the "UniCredit S.p.A 2018 Reports and Accounts" or the "UniCredit Unconsolidated 2018 Annual Report");</p> <p>(iii) UniCredit's consolidated financial statements as of and for the financial year ended 31 December 2019 (the "2019 Consolidated Reports and Accounts" or the "UniCredit Consolidated 2019 Annual Report"); and</p> <p>(iv) UniCredit's unconsolidated financial statements as of and for the financial year ended 31 December 2019 (the "UniCredit S.p.A 2019 Reports and Accounts" or the "UniCredit Unconsolidated 2019 Annual Report").</p>
2.15.2	Auditors report on the accuracy of the accounting and financial information	<p>Pages 491-501 of the UniCredit Consolidated 2018 Annual Report attached to Appendix 2</p> <p>Pages 763-772 of the UniCredit Unconsolidated 2018 Annual Report attached to Appendix 2</p> <p>Pages 405-415 of the UniCredit Consolidated 2019 Annual Report attached to Appendix 2</p> <p>Pages 715-725 of the UniCredit Unconsolidated 2019 Annual Report attached to Appendix 2</p>
2.16	Other equivalent programmes of the Issuer	<p>EMTN Programme (EUR 60,000,000,000)</p> <p>The programme forms an integral part of the UniCredit Group's funding strategy.</p> <p>It is flexible, in that issuance is in all major currencies and notes issued under the programme have a minimum denomination of €1,000. The notes are issued by UniCredit S.p.A. (previously UniCredito Italiano S.p.A.), UniCredit Bank Ireland p.l.c. and UniCredit International Bank (Luxembourg) S.A. under the guarantee of UniCredit S.p.A. (previously UniCredito Italiano S.p.A.).</p> <p>The EMTN programme was last updated on 5 June 2019 and has been supplemented by Supplements dated 13 August 2019, 19 December 2019 and 11 February 2020.</p>
		<p>Certificate of Deposit (CD) Issued</p> <p>UniCredit S.p.A. (previously UniCredito Italiano S.p.A.) has guaranteed the UniCredit Bank Ireland p.l.c CD Programme last updated on 22 August 2005, which allows UniCredit Bank Ireland p.l.c to issue London Certificates of Deposit to Irish and international institutional investors for</p>

		minimum denominations of €500,000.
		<p>US Global Medium Term Note Programme (GMTN)</p> <p>On January 8, 2018, UniCredit S.p.A. established a U.S.\$30 Billion Global Medium Term Note.</p> <p>US Commercial Paper Programme (CP)</p> <p>UniCredit S.p.A. is the guarantor of a joint US-Commercial Paper Programme (UniCredit Bank Ireland and UniCredit Delaware, Inc) under which the maximum amount that may be outstanding is USD 15 billion.</p> <p>US Programme</p> <p>UniCredit S.p.A. (previously UniCredito Italiano S.p.A) has guaranteed the UniCredit Luxembourg Finance S.A. US-Medium Term Notes Programme under which the maximum amount that may be outstanding is USD 10 billion.</p> <p>Euro Commercial Paper Programme</p> <p>UniCredit S.p.A. is the guarantor of a Guaranteed Euro Commercial Paper Programme with UniCredit Bank Ireland p.l.c. as issuer under which the maximum amount that may be outstanding is EUR 15 billion. The Programme was last updated on 10 October 2017.</p> <p>Negotiable European Commercial Paper Programme</p> <p>UniCredit S.p.A is the guarantor of a Guaranteed Negotiable European Commercial Paper Programme with UniCredit Bank Ireland p.l.c as issuer with a maximum outstanding amount of EUR 10 billion. The Programme was last updated on 8 August 2019.</p> <p>For more information, please refer to debt section of UniCredit Group website: https://www.unicreditgroup.eu/en/investors/funding-and-ratings.html</p>
2.17	Rating of the Issuer	UniCredit S.p.A. is rated by Moody's Investors Service Inc. and Standard and Poor's Ratings Services.
2.18	Additional information on the issuer	Optional. ¹

¹ Optional: information that the issuer may not provide because it is not required by French regulation.

3. CERTIFICATION OF INFORMATION FOR THE ISSUER			
Article D.213-9, 4° of the French Monetary and Financial Code and subsequent amendments			
3.1	Persons responsible for the Information Memorandum concerning the NEU CP programme of Unicredit Bank S.p.A	Name: Elena Conforti Title: Branch Manager	Name: Richard Tubb Title: Head of Treasury
3.2	Declaration of the person(s) responsible for the Information Memorandum concerning the NEU CP programme of Unicredit Bank S.p.A	To the best of my knowledge, the information provided by the issuer in the financial documentation, including the French summary (if relevant) is accurate, precise and does not contain any omissions likely to affect its scope or any false or misleading information.	
3.3	Date, Place of signature, Signature	Executed in _____ on 22/05/2020. ELENA CONFORTI Name: Elena Conforti Title: Branch Manager	R. M. TUBB  Name: Richard Tubb Title: Head of Treasury

4. INFORMATION CONCERNING THE ISSUER'S REQUEST OF THE STEP LABEL		
4.1		<p>An application for a STEP label for this programme will be made to the STEP Secretariat. Information as to whether the STEP label has been granted for this Programme may be available on the STEP Market website (initially www.stepmarket.org). This website is not sponsored by the Issuer and the Issuer is not responsible for its content or availability. Please, read an important disclaimer on the STEP website regarding the use of this document (http://www.stepmarket.org/directory/disclaimer.html).</p> <p>Unless otherwise specified in this Information Memorandum, the expressions "STEP", "STEP Market Convention", "STEP label", "STEP Secretariat", and "STEP market website" shall have the meaning assigned to them in the Market Convention on Short-Term European Paper dated 19 May 2015 and adopted by the ACI - The Financial Markets Association and the European Money Markets Institute (as amended from time to time).</p>

APPENDICES

<p>Appen-dix 1</p>	<p>Rating(s) of the programme</p>	<p>Moody's Investors Service Ltd.</p> <p>The rating assigned by Moody's Investors Service Ltd. to the programme can be checked out at the following internet address: https://www.moodys.com/credit-ratings/UniCredit-SpA-London-Branch-credit-rating-824676141?emsk=32&isMaturityNotDebt=0&isWithDrawnIncluded=0&emvalue=MDY:824676294</p> <p>Moody's Investors Service Ltd. identifier for UniCredit S.p.A.: 212250</p> <p>Moody's Investors Service Ltd. identifier for UniCredit S.p.A. – French Commercial Paper: 824676294</p> <p>S&P Global Ratings, acting through Standard & Poor's Credit Market Services Europe Limited:</p> <p>The rating assigned by S&P Global Ratings, acting through Standard & Poor's Credit Market Services Europe Limited to the programme can be checked out at the following internet address: http://www.standardandpoors.com/en_US/web/guest/ratings/details/-/instrument-details/debtType/CERTDEPST/entityId/110053</p> <p>Username: 110053</p>
<p>Appen-dix 2</p>	<p>Documents available to the shareholders annual general meeting or the equivalent body¹</p>	<p>Audited consolidated and unconsolidated annual financial statements of the Issuer for the financial year 2019, please refer to the attached link below: https://www.unicreditgroup.eu/en/investors/financial-reports.html</p> <p>Audited consolidated and unconsolidated annual financial statements of the Issuer for the financial year 2018, please refer to the attached link below: https://www.unicreditgroup.eu/en/investors/financial-reports.html</p> <p>Statement of auditors' report relating to the UniCredit Consolidated 2019 Annual Report can be found on pages 405-415 of the below link: https://www.unicreditgroup.eu/content/dam/unicreditgroup-eu/documents/en/investors/financial-reports/2019/4Q19/2019-Annual-Report-and-Accounts.pdf</p> <p>Statement of auditors' report relating to the UniCredit Unconsolidated 2019 Annual Report can be found on pages 715-725 of the above link: https://www.unicreditgroup.eu/content/dam/unicreditgroup-eu/documents/en/investors/financial-reports/2019/4Q19/2019-Annual-Report-and-Accounts.pdf</p> <p>Statement of auditors' report relating to the UniCredit Consolidated 2018 Annual Report can be found on pages 491-501 of the below link: https://www.unicreditgroup.eu/content/dam/unicreditgroup-eu/documents/en/investors/financial-reports/2018/4Q18/2018-Annual-Report-and-Accounts.pdf</p> <p>Statement of auditors' report relating to the UniCredit Unconsolidated 2018 Annual Report can be found on pages 763-772 of the below link: https://www.unicreditgroup.eu/content/dam/unicreditgroup-eu/documents/en/investors/financial-reports/2018/4Q18/2018-Annual-Report-and-Accounts.pdf</p>

¹ Further to Article D.213-9 of the French Monetary and Financial Code, financial information mentioned in Article D.213-9 of the French Monetary and Financial Code should be made available to any person upon request.

Appen-dix 3	Amendment, if appropriate, under electronic and paper form (signed)	None
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SECTION EN FRANCAIS

1. DESCRIPTION DU PROGRAMME D'EMISSION		
Article D. 213-9, 1° et D. 213-11 du Code monétaire et financier et Article 6 de l'arrêté du 30 mai 2016 et les réglementations postérieures		
1.1	Nom du Programme	UniCredit S.p.A., succursale de Londres, NEU CP (le " Programme ")
1.2	Type de programme	Programme d'émission de titres négociables à court terme (les " NEU CP "), de droit français, conformément aux dispositions des Articles L. 213-1 A à L. 213-4-1 et D. 213-1 à 213-14 du Code monétaire et financier.
1.3	Nom de l'Émetteur	UniCredit S.p.A., agissant par l'intermédiaire de sa succursale de Londres ("Émetteur").
1.4	Type d'émetteur	Etablissement de crédit.
1.5	Objet du Programme	Satisfaire les besoins de financement court terme de l'Émetteur.
1.6	Plafond du Programme	L'encours maximum du Programme de l'Émetteur ne pourra excéder 20.000.000.000 euros ou la contre-valeur de ce montant en devises étrangères autorisées à la date d'émission (en ayant recours au taux de change applicable à la date d'émission).
1.7	Caractéristiques et forme des NEU CP	Les NEU CP sont émis au porteur et inscrits en comptes tenus chez un intermédiaire habilité conformément à la réglementation française. Aucun titre global ou définitif ou instrument représentatif ne sera émis ou imprimé.
1.8	Rémunération	<p>La rémunération des NEU CP est libre.</p> <p>Cependant, si l'Émetteur émet des NEU CP dont la rémunération est liée à un indice, ou à une clause d'indexation, l'Émetteur n'émettra que des NEU CP dont la rémunération est liée à un indice usuel du marché monétaire, tel que, mais non limitativement, Euribor, Libor ou Eonia.</p> <p>La rémunération des NEU CP peut être négative en fonction des taux fixes ou de l'évolution des indices du marché monétaire applicables au calcul de leur rémunération. Dans ce cas, les montants remboursés au titre des NEU CP peuvent être inférieurs au pair.</p> <p>L'Émetteur n'émettra pas de NEU CP ayant un montant de remboursement variable.</p> <p>L'émetteur ne peut émettre des NEU CP qui peuvent être remboursés à un montant inférieur à la valeur nominale des NEU CP concernés, à condition cependant que cette restriction ne s'applique pas en cas de remboursement anticipé de NEU CP à coupon zéro ou de NEU CP à prime d'émission qui peuvent être remboursés à un montant inférieur à la valeur nominale. Par conséquent, l'émetteur ne peut émettre des NEU CP entraînant des paiements en principal potentiellement variables à l'échéance.</p> <p>Dans le cas d'une émission comportant une option de prorogation, de rachat ou de remboursement anticipé, telle que mentionnée dans le paragraphe 1.10 ci-dessous les conditions de rémunération des NEU CP seront précisées à l'occasion de l'émission initiale et ne pourront pas être modifiées ultérieurement, y compris lorsqu'une telle option de prorogation ou de rachat sera exercée.</p>

1.9	Devises d'émission	Les NEU CP pourront être émis en euros ou en toutes autres devises étrangères autorisées par la Banque de France conformément à l'Article D. 213-6 du Code monétaire et financier.
1.10	Echéance des NEU CP	<p>L'échéance des NEU CP sera fixée conformément à la législation et à la réglementation française, ce qui implique qu'à la date des présentes la durée des émissions de NEU CP ne peut être supérieure à 365 jours (ou 366 jours les années bissextiles).</p> <p>Les NEU CP peuvent être remboursés avant maturité en accord avec les lois et les réglementations applicables en France.</p> <p>Les NEU CP émis dans le cadre du Programme pourront comporter une ou plusieurs options de prorogation de l'échéance (au gré de l'Emetteur, ou du porteur, ou en fonction d'un (ou plusieurs) évènement(s) indépendant(s) de l'Emetteur et/ou du porteur).</p> <p>Les NEU CP émis dans le cadre du Programme pourront aussi comporter une ou plusieurs options de rachat par l'Emetteur (au gré de l'Emetteur, ou du porteur, ou en fonction d'un (ou plusieurs) évènement(s) indépendant(s) de l'Emetteur et / ou du porteur).</p> <p>L'option de remboursement anticipé, de prorogation ou de rachat de NEU CP, s'il y a lieu, devra être spécifiée explicitement dans le formulaire de confirmation de toute émission concernée.</p> <p>En tout état de cause, la durée de tout NEU CP assortie d'une ou de plusieurs de ces clauses, sera toujours, toutes options de remboursement anticipé, de prorogation ou rachat comprises, conforme à la réglementation en vigueur au moment de l'émission dudit NEU CP.</p>
1.11	Montant minimal des émissions	Le montant unitaire de l'émission, déterminé au moment de chaque émission, sera au moins égal à 200.000 euros (ou à la contre-valeur de ce montant en devises).
1.12	Dénomination minimale des NEU CP	Conformément à l'Article D. 213-11 du Code monétaire et financier, le montant minimum légal des NEU CP émis dans le cadre de ce programme est de 200.000 euros (ou la contre-valeur de ce montant en devises déterminée au moment de l'émission).
1.13	Rang des NEU CP	Les NEU CP émis par l'Emetteur constitueront des obligations directes, non subordonnées et non assorties de sûretés de l'Emetteur venant au même rang que les autres dettes chirographaires présentes ou futures non assorties de sûretés de l'Emetteur, sous réserve des éventuelles exceptions légales résultant de la loi applicable.
1.14	Droit applicable aux NEU CP	<p>Les NEU CP émis dans le cadre du présent Programme seront régis par le droit français.</p> <p>Tous les litiges auxquels l'émission des NEU CP pourrait donner lieu seront régis par le droit français et interprétés selon le droit français.</p>

1.15	Admission des NEU CP sur un marché réglementé	<p>Tout ou partie des NEU CP émis par UniCredit S.p.A., succursale de Londres, peuvent être admis aux négociations sur Euronext Paris, en conformité avec le Règlement (UE) 2017/1129 du Parlement Européen et du Conseil, en date du 14 juin 2017 (le "Règlement Prospectus"). Pour vérifier si une émission de NEU CP a été admise aux négociations, veuillez vous référer au le site Internet de Euronext Paris à l'adresse suivante :</p> <p>https://www.euronext.com/fr/pd/bonds/ALXA%2CALXB%2CALXL%2CALXP%2CXPAR%2CXAMS%2CXBRU%2CXLIS%2CXMLI%2CMLXB%2CENXB%2CENXL%2CTNLA%2CTNLB%2CXLDN%2CXHFT</p>
1.16	Système de règlement livraison	Euroclear France ou ID2S.
1.17	Notation du Programme	<p>Noté</p> <p>Le Programme est noté par Moody's Investors Service Ltd et S&P Global Ratings agissant par l'intermédiaire de Standard and Poor's Credit Market Services Europe Limited (les "Agences de Notation").</p> <p>Les notations sont susceptibles d'être revues à tout moment par les Agences de Notation. Les investisseurs sont invités à se reporter au site internet des Agences de Notation concernées afin de consulter la notation en vigueur (cf. Annexe 1).</p> <p>Il est toutefois précisé que l'Emetteur décline toute responsabilité en ce qui concerne les informations figurant sur le site internet des Agences de Notation.</p> <p>Les liens hypertextes actifs renvoyant directement à la notation du programme de chaque agence de notation figurent à l'annexe 1 dans la version anglaise.</p>
1.18	Garantie	Sans objet.
1.19	Agent Domiciliaire	<p>Société Générale.</p> <p>L'Emetteur peut décider de remplacer l'Agent Domiciliaire d'origine, de procéder au placement direct ou de nommer d'autres agents domiciliataires et, dans cette hypothèse, mettra à jour la Documentation Financière conformément à la réglementation en vigueur.</p>
1.20	Arrangeur	BNP Paribas.
1.21	Mode de placement envisagé	<p>Les NEU CP seront ou directement placés par l'Emetteur, ou souscrits et placés par des agents placeurs (les "Agents Placeurs") désignés à tout moment par l'Émetteur.</p> <p>A la date de la présente Documentation Financière, l'Émetteur a désigné les Agents Placeurs suivants :</p> <p>BNP PARIBAS</p> <p>CREDIT AGRICOLE CORPORATE & INVESTMENT BANK</p> <p>NATIXIS</p> <p>SOCIETE GENERALE</p> <p>UNICREDIT S.p.A.</p>

		L'Emetteur pourra remplacer un Agent Placeur, procéder au placement direct ou nommer d'autres Agent Placeurs ; une liste à jour desdits Agents Placeurs sera communiquée aux investisseurs sur demande déposée auprès de l'Emetteur.
1.22	Restrictions de vente	<p>Les restrictions de vente complètes figurent au paragraphe "<i>Selling restrictions</i>" dans la version anglaise.</p> <p>Général</p> <p>Chacun des Agents Placeurs, des souscripteurs initiaux et des porteurs de NEU CP s'engage à n'entreprendre aucune action permettant l'offre auprès du public desdits NEU CP ou la possession ou la distribution de la Documentation Financière ou de tout autre document relatif aux NEU CP dans tous pays où la distribution de tels documents serait contraire à ses lois et règlements et à n'offrir ni à vendre les NEU CP, directement ou indirectement, qu'en conformité avec les lois et règlements en vigueur dans ces pays.</p> <p>Chacun des Agents Placeurs, des souscripteurs initiaux et des porteurs de NEU CP s'engage à se conformer aux lois et règlements en vigueur dans les pays où il offrira ou vendra lesdits NEU CP ou détiendra ou distribuera la Documentation Financière et obtiendra toutes les autorisations et accords nécessaires au regard des lois et des règlements en vigueur dans tous les pays où il fera une telle offre ou vente. Ni l'Emetteur, ni chaque Agent Placeur, souscripteur ou porteur ne saurait être tenu pour responsable du non-respect de ces lois ou règlements par un autre Agent Placeur, souscripteur ou porteur.</p>
		<p>France</p> <p>Chaque Agent Placeur et chaque souscripteur initial ont déclaré et garanti et chaque détenteur subséquent de NEU CP sera réputé avoir déclaré et garanti au jour de la date d'acquisition des NEU CP que les NEU CP ont uniquement été offerts ou vendus ou seront uniquement offerts ou vendus en France, directement ou indirectement, à des investisseurs qualifiés tels que définis à l'article L. 411-2 du Code monétaire et financier, et la Documentation Financière, les confirmations ainsi que tout autre document d'offre relatif aux NEU CP ont uniquement été distribués ou seront uniquement distribués à des investisseurs qualifiés en France.</p>
1.23	Fiscalité	L'Emetteur ne s'engage pas à indemniser les détenteurs de NEU CP en cas de prélèvement de nature fiscale en France ou à l'étranger, sur toutes sommes versées au titre des NEU CP, à l'exception des droits de timbres ou droit d'enregistrement dus par l'Emetteur en France.
1.24	Implication d'autorités nationales	Banque de France
1.25	Contact(s)	<p>Des informations sur l'Emetteur peuvent être obtenues auprès de :</p> <p>Email: london.uc@unicredit.eu Téléphone : 00 44 207 8261000 Adresse postale : UniCredit S.p.A. - London Branch Moor House 120 London Wall London EC2Y 5ET Great Britain</p>

1.26	Informations complémentaires relatives au programme	Optionnel ¹ .
1.27	Langue de la Documentation Financière	La présente section en français de la Documentation Financière est établie à titre d'information uniquement. Seule la version en anglais de la Documentation Financière fait foi.

¹ Optionnel : information pouvant ne pas être fournie par l'émetteur car la réglementation française ne l'impose pas.

2. DESCRIPTION DE L'EMETTEUR		
Article D.213-9, 2° du Code monétaire et financier et Article 7. 3° de l'arrêté du 30 mai 2016 et les réglementations postérieures		
2.1	Dénomination sociale	UniCredit S.p.A.
2.2	Forme juridique, législation applicable à l'Emetteur et tribunaux compétents	L'Emetteur est une société par actions italienne. L'Emetteur est régi par la loi italienne. Les tribunaux compétents sont les tribunaux italiens.
2.3	Date de constitution	UniCredit S.p.A. (précédemment Unicredito Italiano S.p.A.) est établi à Gênes sous acte notarié en date du 28 avril 1870.
2.4	Siège social	Siège social : Piazza Gae Aulenti, 3 – Tower A – 20154 Milan, Italie Siège administratif : Piazza Gae Aulenti, 3 – Tower A – 20154 Milan, Italie. Succursale : Moor House, 120 London Wall, EC2Y 5ET, Royaume-Uni
2.5	Numéro d'immatriculation, lieu d'enregistrement et LEI	Siège social : UniCredit S.p.A. est enregistré au Registre du commerce et des sociétés de Gênes et dispose d'un code fiscal et d'un code TVA n°00348170101. Il est enregistré dans le registre des groupes bancaires en tant que société mère du groupe UniCredit Banking Group sous le code 02008.1 et le code ABI 02008.1. Le LEI (<i>Legal Entity Identifier</i>) de l'Emetteur est 549300TRUWO2CD2G5692. Membre du " <i>National Interbank Deposit Guarantee Fund</i> " et du " <i>National Compensation Fund</i> " Succursale : UniCredit S.p.A., succursale de Londres est enregistrée au Registre du commerce et des sociétés sous le numéro BR001786 et dispose d'un code TVA n°GB 736 1787 10.
2.6	Objet social résumé	L'objet social de l'Emetteur (section II, clause 4 de ses statuts) est de s'engager dans des opérations de dépôts et de prêts sous ses différentes formes, en Italie et à l'étranger, opérant dans les différents pays conformément aux normes et pratiques en cours. Il peut réaliser, tout en se conformant aux exigences de la loi, toutes les transactions et services de nature bancaire et financière. Afin de réaliser son objet social aussi efficacement que possible, l'Emetteur peut s'engager dans toutes ses activités principales ou dans toute activité en rapport avec l'objet cité ci-dessus. L'Emetteur, en conformité avec les dispositions légales actuelles, peut émettre des obligations et acquérir des participations en Italie et à l'étranger.

2.7	Description des principales activités de l'Emetteur	<p>L'Emetteur est une banque immatriculée en tant que société par actions (<i>società per azioni</i> ou S.p.A.) conformément aux lois italiennes, son principal établissement est au Piazza Gae Aulenti, 3 – Tower A – 20154 Milan, Italie. Elle est la maison mère du Groupe Bancaire UniCredit, un groupe proposant une gamme complète de services financiers, engagé dans un large éventail d'activités bancaires et financières et d'activités accessoires (dépôt et retrait d'espèces, l'octroi de prêts, la gestion d'actifs, la négociation d'instruments financiers, le courtage d'instruments financiers, la banque d'investissement, les financements commerciaux internationaux, la finance d'entreprise, le change de devise, le crédit-bail, l'affacturage et l'assurance) à travers l'Italie, l'Allemagne, l'Autriche et de nombreux pays d'Europe centrale et de l'Est.</p> <p>UniCredit est une des principales banques commerciales européennes présente dans 18 pays avec 3.717 succursales et plus de 84.245 collaborateurs.</p> <p>Une description complète des activités, stratégies et clients, structures organisationnelles, produits et services d'UniCredit peut être trouvée aux pages 529 à 533 (incluse) du Rapport Annuel Non-Consolidé 2018 ("<i>UniCredit S.p.A 2018 Reports and Accounts</i>") (merci de vous référer à l'Annexe 2), aux pages 39 à 43 (incluse) du Rapport Annuel Consolidé 2018 ("<i>UniCredit Consolidated 2018 Annual Report</i> ") (merci de vous référer à l'Annexe 2), aux pages 503 à 507 (incluse) du Rapport Annuel Non-Consolidé 2019 ("<i>UniCredit S.p.A 2019 Reports and Accounts</i>") (merci de vous référer à l'Annexe 2) et aux pages 39 à 42 (incluse) du Rapport Annuel Consolidé 2019 ("<i>UniCredit Consolidated 2019 Annual Report</i> ") (merci de vous référer à l'Annexe 2),.</p>						
2.8	Capital ou équivalent	<p>Au 31 décembre 2019, le capital de l'Emetteur qui est entièrement souscrit et libéré s'élève à 20.994.799.961,81 euros, divisé en 2.233.376.842 actions ordinaires.</p> <p>Pour plus d'informations, merci de vous référer aux pages 502 et 597 du lien suivant :</p> <p>https://www.unicreditgroup.eu/content/dam/unicreditgroup-eu/documents/en/investors/financial-reports/2019/4Q19/2019-Annual-Report-and-Accounts.pdf</p>						
2.9	Liste des principaux actionnaires	<p>A la date du 31 décembre 2019, les principaux actionnaires de l'Emetteur sont :</p> <table border="1" data-bbox="630 1496 1469 1675"> <thead> <tr> <th data-bbox="630 1496 954 1556">ACTIONNAIRES</th> <th data-bbox="954 1496 1469 1556">% DETENU (1)</th> </tr> </thead> <tbody> <tr> <td data-bbox="630 1556 954 1617">1. BlackRock Inc.</td> <td data-bbox="954 1556 1469 1617">5,084%</td> </tr> <tr> <td data-bbox="630 1617 954 1675">2. Dodge & Cox</td> <td data-bbox="954 1617 1469 1675">5,002%</td> </tr> </tbody> </table> <p>(1) En pourcentage du capital social ordinaire</p>	ACTIONNAIRES	% DETENU (1)	1. BlackRock Inc.	5,084%	2. Dodge & Cox	5,002%
ACTIONNAIRES	% DETENU (1)							
1. BlackRock Inc.	5,084%							
2. Dodge & Cox	5,002%							
2.10	Marchés réglementés où les actions de l'Emetteur sont négociées	Les titres de capital de l'Emetteur sont négociés sur les marchés réglementés de la Bourse de Milan, Francfort et Varsovie.						
2.11	Composition du Conseil d'Administration et de la Direction	<p>A la date des présentes, le Conseil d'administration est le suivant :</p> <table data-bbox="630 1921 1469 2022"> <tr> <td data-bbox="630 1921 957 1982">Cesare Bioni</td> <td data-bbox="957 1921 1469 1982"><i>Chairman</i></td> </tr> <tr> <td data-bbox="630 1982 957 2022">Jean-Pierre Mustier</td> <td data-bbox="957 1982 1469 2022"><i>Chief Executive Officer</i></td> </tr> </table>	Cesare Bioni	<i>Chairman</i>	Jean-Pierre Mustier	<i>Chief Executive Officer</i>		
Cesare Bioni	<i>Chairman</i>							
Jean-Pierre Mustier	<i>Chief Executive Officer</i>							

		<p>Lamberto Andreotti <i>Deputy Vice Chairman</i></p> <p>Mohamed Hamad Al-Mehairi <i>Director</i></p> <p>Sergio Balbinot <i>Director</i></p> <p>Vincenzo Cariello <i>Director</i></p> <p>Elena Carletti <i>Director</i></p> <p>Isabelle de Wismes <i>Director</i></p> <p>Stefano Micossi <i>Director</i></p> <p>Maria Pierdicchi <i>Director</i></p> <p>Francesca Tondi <i>Director</i></p> <p>Alexander Wolfgring <i>Director</i></p> <p>Elena Zambon <i>Director</i></p> <p>Gianpaolo Alessandro <i>Company Secretary</i></p> <p>Board of Statutory Auditors</p> <p>Marco Rigotti <i>Chairman</i></p> <p>Angelo Rocco Bonissoni <i>Standing Auditor</i></p> <p>Guido Paolucci <i>Standing Auditor</i></p> <p>Antonella Bientinesi <i>Standing Auditor</i></p> <p>Benedetta Navarra <i>Standing Auditor</i></p>
2.12	Méthodes comptables	<p>Selon la réglementation 1606 du 19/07/2002, le groupe UniCredit doit préparer les comptes consolidés en accord avec les normes IFRS édités par I.A.S.B..</p> <p>Pour plus d'informations au sujet de ces normes, merci de vous référer à la page 519 du lien suivant :</p> <p>https://www.unicreditgroup.eu/content/dam/unicreditgroup-eu/documents/en/investors/financial-reports/2019/4Q19/2019-Annual-Report-and-Accounts.pdf</p>
2.13	Exercice comptable	L'exercice comptable commence le 1er janvier et se termine le 31 décembre de chaque année.
2.13.1	Date de la tenue de l'assemblée générale annuelle ayant approuvé les comptes annuels de l'exercice écoulé (ou son équivalent)	9 avril 2020
2.14	Exercice fiscal	L'exercice fiscal commence le 1er janvier et se termine le 31 décembre de chaque année.

2.15	Commissaires aux comptes de l'émetteur ayant audité les comptes annuels de l'Émetteur	Merci de vous référer au paragraphe 2.15 de la section en anglais (<i>English Section</i>).
2.15.1	Commissaires aux comptes	Merci de vous référer à la rubrique 2.15.1 de la section en anglais (<i>English Section</i>).
2.15.2	Rapport des commissaires aux comptes	Merci de vous référer à la rubrique 2.15.2 de la section en anglais (<i>English Section</i>).
2.16	Autres programmes de l'Émetteur de même nature à l'étranger	<p>Programme d'Euro Medium Term Note (EMTN)</p> <p>Le programme fait partie intégrante de la stratégie de financement de UniCredit Group. Le programme est flexible et les émissions sont possibles dans toutes les devises importantes. Les titres émis dans le cadre de ce programme auront une valeur minimale de 1 000 euros. Les titres sont émis par UniCredit S.p.A. (précédemment UniCredito Italiano S.p.A.), UniCredit Bank Ireland p.l.c, et UniCredit International Bank (Luxembourg) S.A. dans le cadre du programme et sont garantis par UniCredit S.p.A. (précédemment UniCredito Italiano S.p.A.).</p> <p>La dernière mise à jour du Programme EMTN date du 5 juin 2019 et a été complétée par des Suppléments en date du 13 août 2019, 19 décembre 2019 et 11 février 2020.</p> <p><i>Certificate of Deposit (CD) Issued</i></p> <p>UniCredit S.p.A. (précédemment Unicredito Italiano S.p.A.) a garanti le programme de certificats de dépôt d'UniCredit Bank Ireland p.l.c mis à jour le 22 août 2005 qui lui permet d'émettre des certificats de dépôt londoniens pour les investisseurs institutionnels étrangers et irlandais pour des dénominations minimums de 500.000 euros.</p> <p>US Global Medium Term Note Programme (GMTN)</p> <p>Le 8 janvier 2018, UniCredit S.p.A. a établi un programme de <i>Global Medium Term Note</i> pour lequel le montant maximum est de 30 milliards de Dollars US.</p> <p>US Commercial Paper Programme (CP)</p> <p>UniCredit S.p.A est le garant d'un Programme <i>US-Commercial Paper</i> (UniCredit Bank Ireland et UniCredit Delaware, Inc) pour lequel le montant maximum est de 15 milliards de Dollars US.</p> <p>Programme US</p> <p>UniCredit S.p.A. (précédemment UniCredito Italiano S.p.A) a garanti le programme de <i>US-Medium Term Notes</i> de UniCredit Luxembourg Finance S.A dont le montant maximum est de 10 milliards de Dollars US.</p> <p>Euro Commercial Paper Programme</p> <p>UniCredit S.p.A. est le garant d'un Programme <i>Euro Commercial Paper</i> garanti, avec pour émetteur UniCredit Bank Ireland p.l.c., pour lequel le montant maximum est de 15 milliards d'Euros. Le programme a été mis à jour dernièrement le 10 octobre 2017.</p>

		<p>Negotiable European Commercial Paper Programme</p> <p>UniCredit S.p.A. est le garant d'un Programme <i>Negotiable European Commercial Paper</i> garanti, avec pour émetteur UniCredit Bank Ireland p.l.c., pour lequel le montant maximum est de 10 milliards d'Euros. Le programme a été mis à jour dernièrement le 8 août 2019.</p> <p>Pour un complément d'informations, veuillez vous référer à la section "dette" du site Internet du Groupe UniCredit :</p> <p>https://www.unicreditgroup.eu/en/investors/funding-and-ratings.html</p>
2.17	Notation de l'Émetteur	UniCredit S.p.A. est noté par Moody's Investors Service Inc. et Standard and Poor's Ratings Services.
2.18	Information complémentaire sur l'Émetteur	Optionnel ¹

¹ Optionnel : information pouvant ne pas être fournie par l'émetteur car la réglementation française ne l'impose pas

3. CERTIFICATION DES INFORMATIONS FOURNIES		
Article D.213-9, 4° du Code monétaire et financier et les réglementations postérieures		
3.1	Responsables de la Documentation Financière du programme de NEU CP de UniCredit S.p.A	Nom: Elena Conforti Titre: <i>Branch Manager</i> Nom: Richard Tubb Titre: <i>Head of Treasury</i>
3.2	Déclaration du responsable de la Documentation Financière du programme de NEU CP de UniCredit S.p.A	Merci de vous référer au Chapitre 3 de la section en anglais (<i>English Section</i>).
3.3	Date, lieu et signature	Merci de vous référer au Chapitre 3 de la section en anglais (<i>English Section</i>).

4. INFORMATION CONCERNANT LA DEMANDE DE LABEL STEP PAR L'EMETTEUR		
4.1		<p>Une demande de label STEP pour ce Programme sera transmise au secrétariat STEP. Les informations permettant de savoir si le label STEP a été accordé pour ce Programme peuvent être consultées sur le site web de STEP (initialement www.stepmarket.org). Ce site n'est pas sponsorisé par l'Emetteur et l'Emetteur n'est pas responsable de son contenu ou de sa disponibilité. Veuillez lire l'importante communication sur le site de STEP concernant l'utilisation de ce document (http://www.stepmarket.org/directory/disclaimer.html).</p> <p>A moins qu'il n'en soit autrement précisé dans cette Documentation Financière, les expressions "STEP", "STEP Market Convention", "label STEP", "Secrétariat STEP" et "STEP market website" auront la signification qui leur est donnée dans la Market Convention sur les papiers Européens court terme ("Short-Term European Paper") datée du 19 mai 2015 et adoptée par la ACI – la Financial Markets Association et le European Money Markets Institute (pouvant être modifié ultérieurement).</p>

ANNEXES

Merci de vous référer aux Annexes de la version en anglais (*Appendices of the English Section*).