

UniCredit Group: 1Q14 Results

Presentation to Fixed Income Investors



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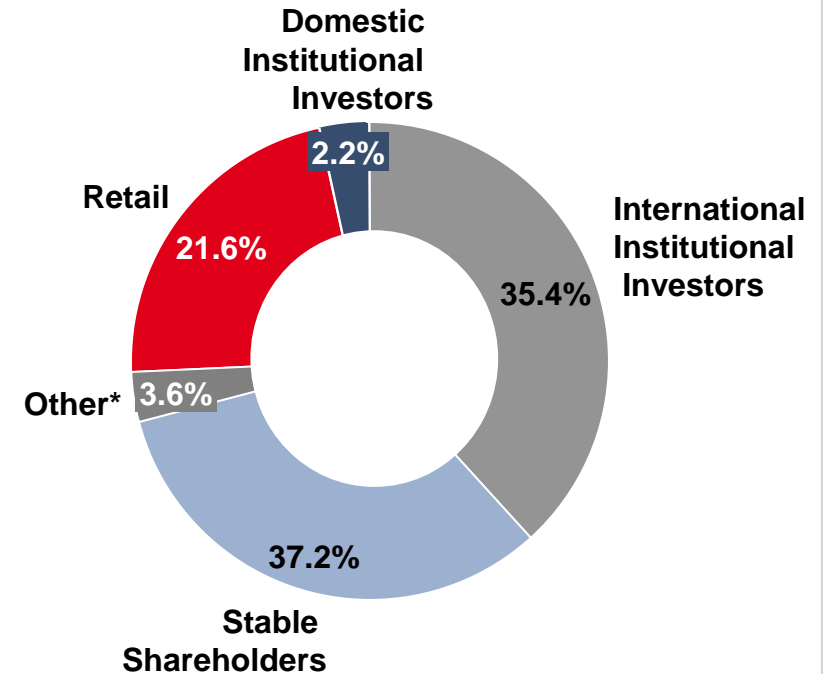
UniCredit at a glance

A clear international profile based on a strong European identity

UniCredit Highlights

- Strong local roots in almost 20 countries
- Around 131,000 employees
- About 8,000 branches
- More than 33 mn customers in Europe
- One of the most important banks in Europe with 842 bn total assets
- One of the 29 global systemically important banks (G-SIBs) worldwide
- Market capitalization ca. 35 bn
- Common Equity Tier 1 Ratio at 9.5% under Basel 3 fully loaded

Shareholders' Structure⁽¹⁾



Main shareholders:

- Stable shareholders, e.g. Foundations
- Institutional investors
- Retail investors

⁽¹⁾ Based on latest available data. Source: Sodali

^(*) Including unidentified shares owned by the Group and Cashes



A new strategic agenda

UCG journey towards sustainable profitability

2008-2010	2010-2013	2013-2018
FACING THE CRISIS	PREVIOUS PLAN: STRENGTHENING FUNDAMENTALS	NEW PLAN: ACCELERATING THE JOURNEY TOWARDS SUSTAINABLE PROFITABILITY
<ul style="list-style-type: none"> ✗ Capital shortage ✗ Market liquidity issues ✗ Cost efficiency concerns ✗ Mounting impaired loan portfolio 	<ul style="list-style-type: none"> ✓ Balance sheet restructuring ✓ Simplification and cost management ✓ Business refocusing ✓ Italy turnaround 	<p>AMBITION</p> <p>UCG Cost of equity</p> <p>2 5 6 13</p> <p>Group RoTE 2013⁽¹⁾ Mitigate risks Restore profitability Group RoTE 2018</p> <p>52% SOUND COVERAGE RATIO⁽²⁾ >50%</p> <p>9.4% ROBUST CET1 RATIO⁽³⁾ >10%</p> <p>AVERAGE DIVIDEND PAYOUT RATIO: 40%</p>

(1) Excluding effects related to relevant buy-backs, restructuring costs, goodwill and PPA impairments, gain on Bank of Italy stake, Ukraine evaluation under IFRS5, charges for few large risks, Sigorta disposal, deferred tax asset effects and additional LLPs

4 (2) On impaired loans

(3) Fully loaded CET1 ratio



Financial targets

The Group overall will benefit from a very solid balance sheet strategy

GROUP	2013	2016	2018	DELTA 13-18
NET PROFIT (BLN)	0.9 ⁽¹⁾	3.6 ⁽²⁾	6.6	5.7
COST / INCOME (%)	61%	59%	51%	-10 p.p.
COST OF RISK (BP)	263	83	66	-197
ROTE (%)	2% ⁽¹⁾	8% ⁽²⁾	13%	11 p.p.
CET1 RATIO (%)	10.4%	10.4%	10.1%	-0.3 p.p.
FULLY LOADED CET1 RATIO (%)	9.4%	10.0%	10.0%	0.6 p.p.
CUSTOMER LOANS (BLN)	488	521	552	64
LCR (%)	>100	106	123	
AVERAGE DIVIDEND PAYOUT RATIO OF 40%				

⁽¹⁾Excluding effects related to relevant buy-backs, restructuring costs, goodwill and PPA impairments, Ukraine evaluation under IFRS5, gain on Bank of Italy stake, charges for few large risks, Sigorta disposal, deferred tax asset effects and additional LLPs

⁽²⁾Adjusted for ca. 650mln additional integration costs

Note: Turkey consolidated via equity method; for regulatory purposes capital and RWA are reported based on proportionally method; 2016 and 2018 figures include ~250mln of lower revenues related to deposit guarantee scheme and resolution fund



Agenda

Group

 Core Bank

 Non Core

 Annex



1Q14 Results: Executive Summary

Core Bank net profit at 1 bn thanks to solid contribution of Commercial Bank Italy. Non Core assets further down. CET1 ratio at 9.5% fully loaded

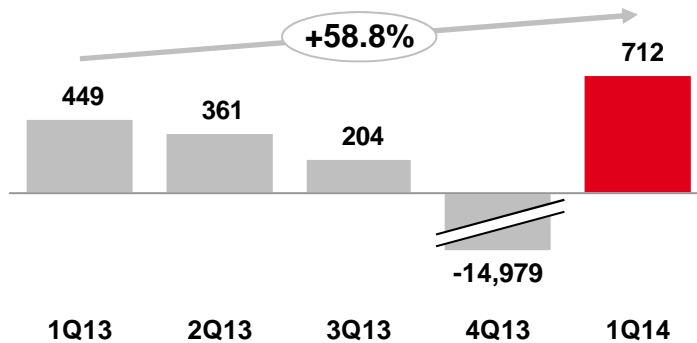
- **Net profit at 712 mln at Group level, implying a 7% RoTE, a remarkable step towards the 2 bn 2014 target**
- **The Core Bank closed the quarter with 1 bn net profit, meaning 12% RoAC:**
 - ✓ Resilient revenues driven by strong increase in the Commercial Bank Italy. Net interest up 3.5% y/y thanks to the repricing on deposits and up 2.9% q/q net of two days less, FX and methodological changes in 4Q13
 - ✓ Dropping costs (-7.2% q/q) also as a result of the write-offs in 4Q13
 - ✓ Sound 48 bps Cost of Risk following the exceptional effort to raise the coverage ratios in Italy and CEE in 4Q13
 - ✓ Asset quality stable q/q and coverage ratio up thanks to lower new inflows and higher recoveries & collections
 - ✓ All the divisions closed the quarter with a net profit, with the Commercial Bank Italy registering a solid 0.5 bn net profit, followed by CIB and CEE
- **Non Core shrunk the losses to only 0.3 bn, while the asset reduction continued also this quarter (-2.3% q/q, -9.0% y/y). Coverage ratio at 53%**
- **Further improvement in terms of balance sheet, liquidity position and capital base:**
 - ✓ Funding gap stable at 32 bn, and leverage ratio at 18.4x
 - ✓ 2014 funding plan already 36% achieved so far, 42% in Italy
 - ✓ Risk weighted assets up after the introduction of Basel 3. Advanced steps to realize savings in excess of 10 bn in the next couple of quarters (market and operational risks)
 - ✓ CET1 ratio at 9.5% fully-loaded, or at 9.9% on a transitional basis, including the net profit and assuming 10 cents dividend accrual, in line with last year payout



Group - Results

A strong 712 mln in 1Q14 is a remarkable step to achieve the 2 bn target net profit by the end of the year, while maintaining a prudent risk approach

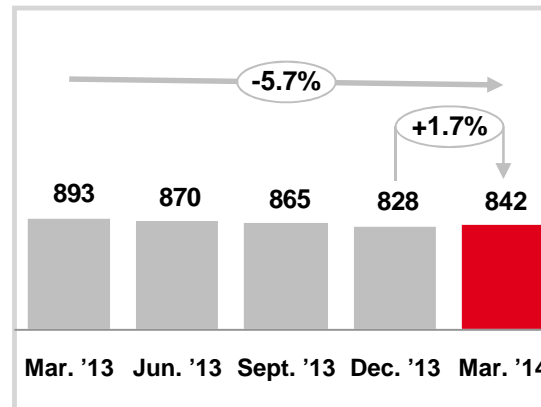
Net Profit, mln



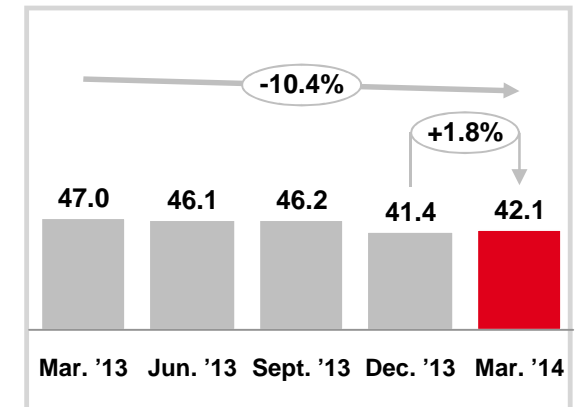
RoTE

+3.9% +3.1% +1.8% n.m. +6.9%

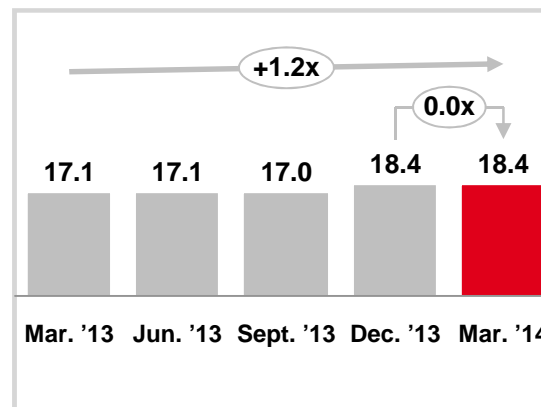
Total Assets, bn



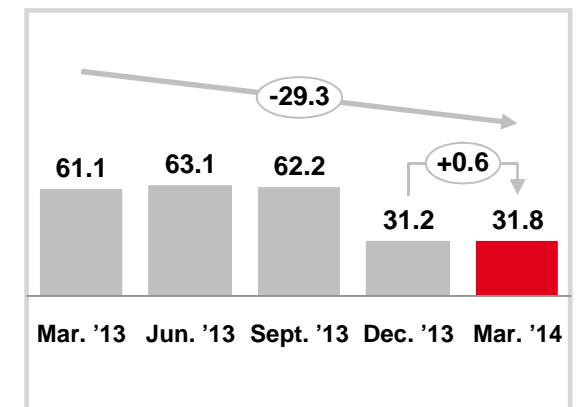
Tangible Equity, bn



Leverage Ratio



Funding gap, bn

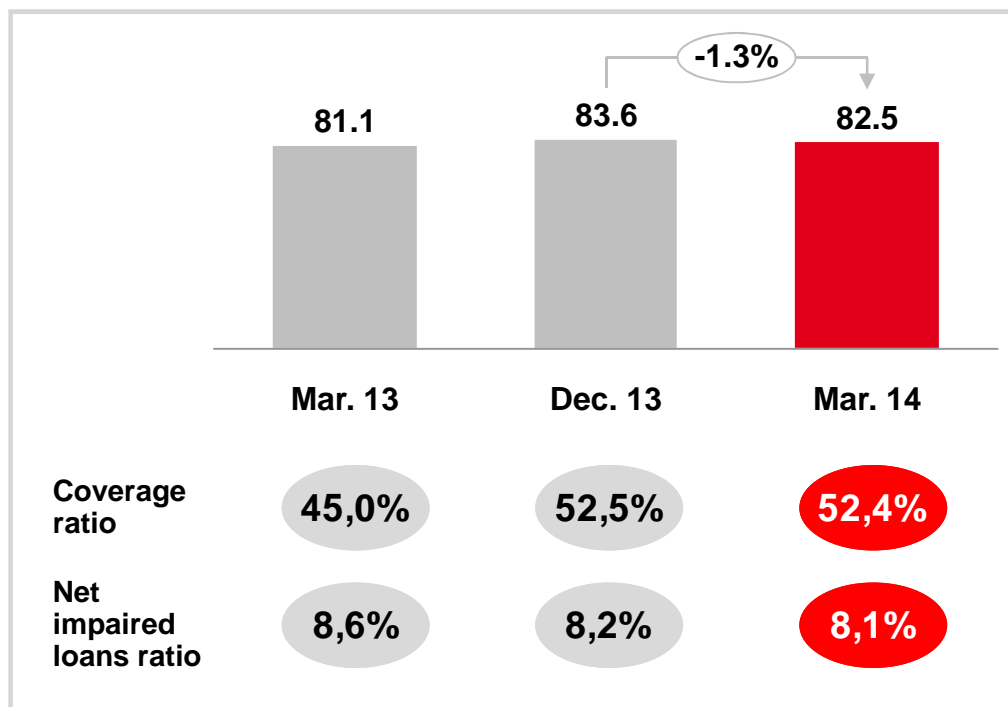




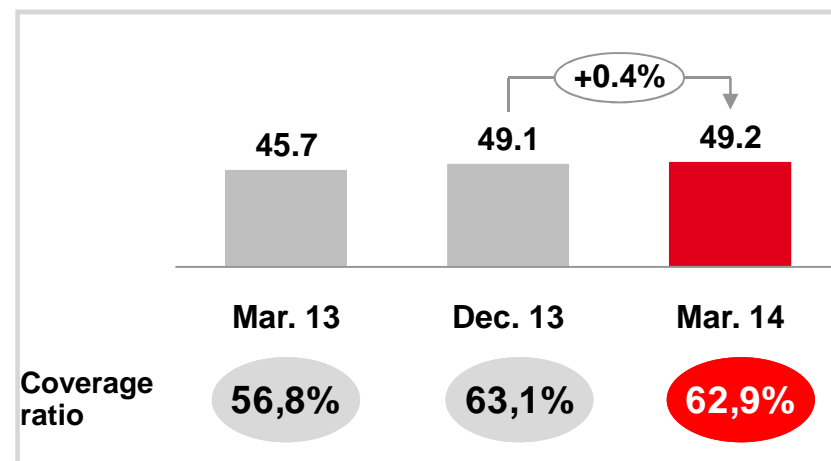
Group Asset Quality

Stock down for the first time since the inception of the crisis in 2008
Solid coverage ratio on impaired loans at over 52% (63% on NPLs)

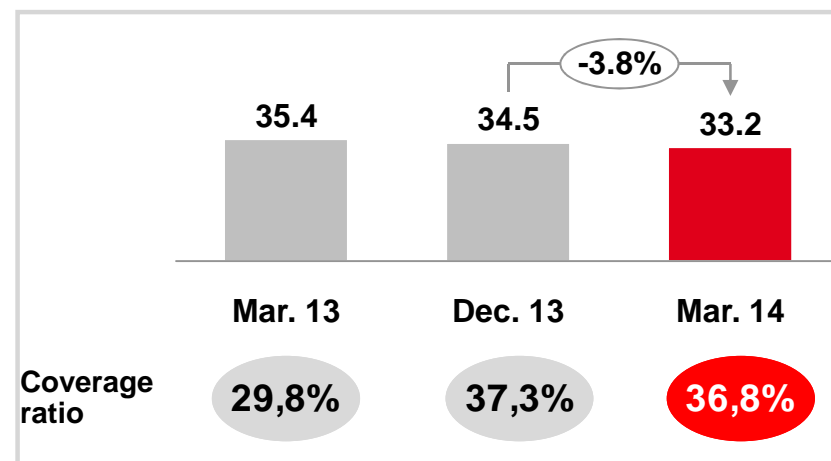
Gross impaired loans (bn)



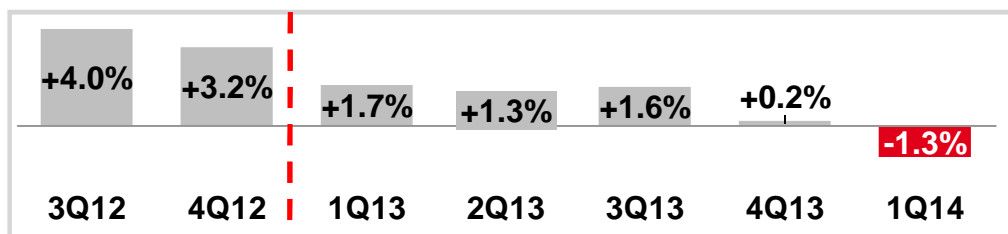
NPLs (bn)



Other impaired loans (bn)



Gross Impaired Loans – Quarterly variation⁽¹⁾



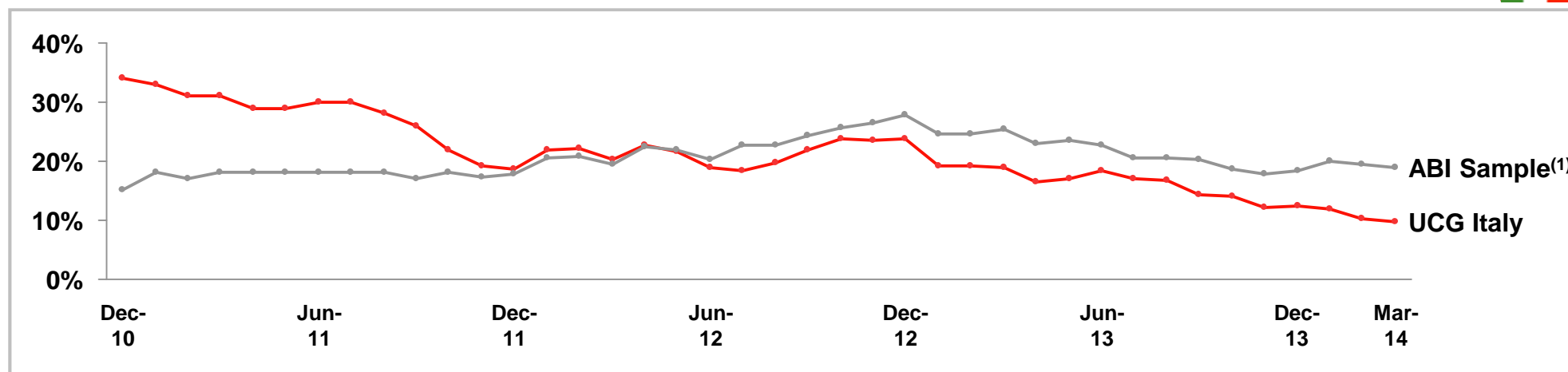
⁽¹⁾ The variations in 3Q12 and 4Q12 are not pro-forma for IFRS10 and IFRS11



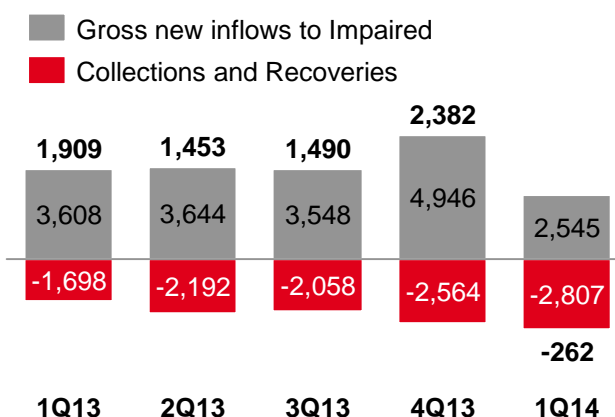
Group Asset Quality in Italy

Improving new flows trend vs market confirmed also in 2014. The sale of vintage NPLs for 1.1 bn had a 60 bps impact on coverage ratio and positive P&L effect

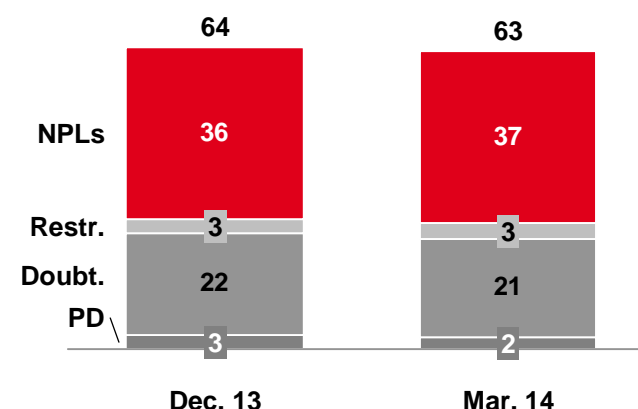
Impaired loans y/y growth, %



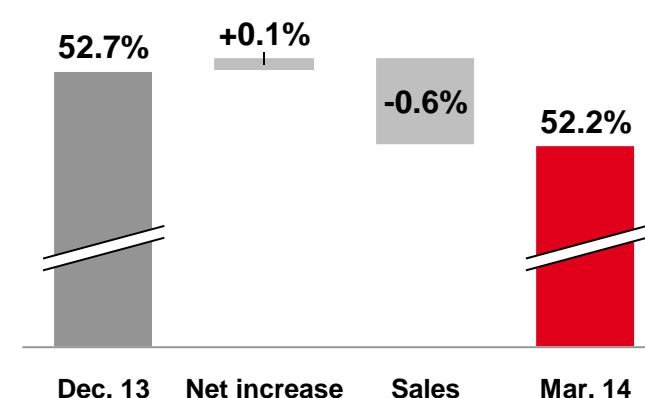
Italy – additions, mln⁽²⁾



Italy – stock of gross impaired, bn



Italy – coverage ratio, %



⁽¹⁾ Italian Banking Association - sample composed by approx. 80% of Italian Banking system; households and Non Financial Corporations

⁽²⁾ Inflows from Gross Performing Loans to Gross Impaired Loans in the period; Collections and Recoveries are the flows from Gross



Group - Capital

CET1 ratio fully loaded increasing to 9.5%

First Italian bank to issue a CRD IV compliant AT1 instrument

Basel 3 - Common Equity Tier I ratio: q/q evolution (basis points)



CET1 (bn)	38,1	39,4	41,3
Tier1 (bn and %)			44,1 10,6%
Total Capital (bn and %)			59,2 14,2%
Fully loaded RWAs (bn)	407	416	416

RWAs as of March 2014 already include the 2.5 bn savings from the conversion of DTAs into tax credit following the loss of UniCredit SpA in 2013 which will be approved by the Shareholders' meeting in May 2014

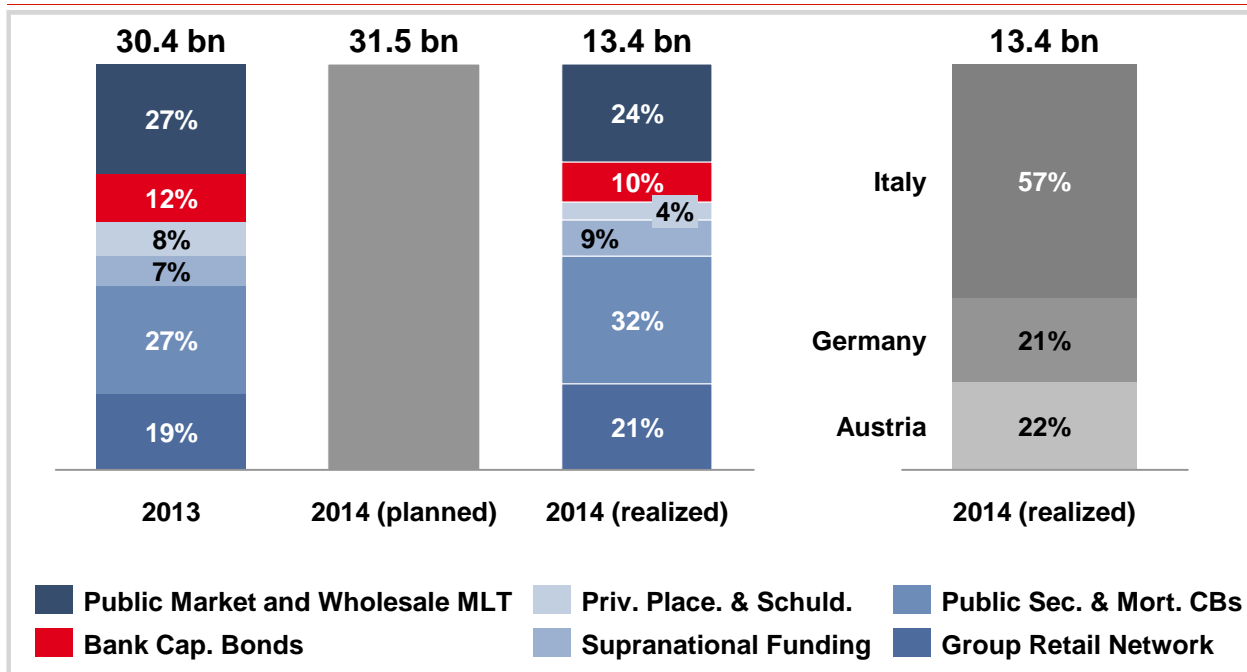


Medium-Long Term funding plan

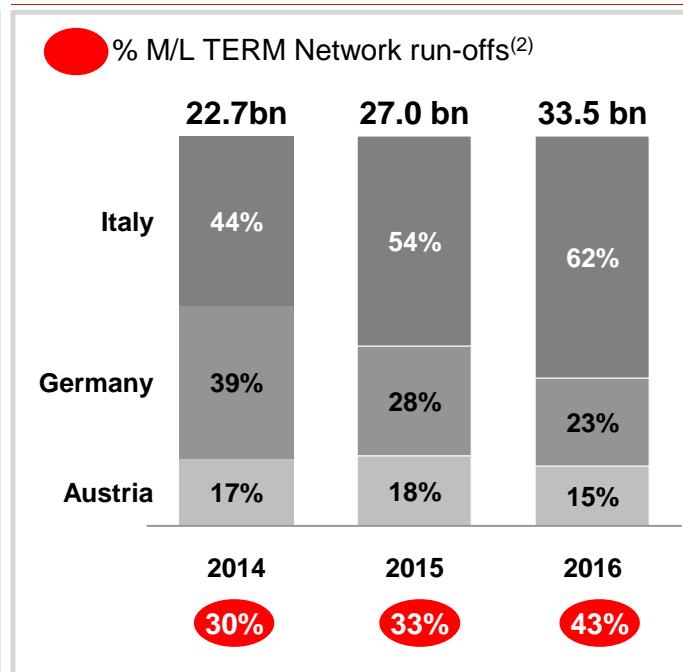
Around 42% of the funding plan already realized (45% in Italy)

UniCredit repaid 10 out of 26 bn LTRO

Funding Mix, managerial data



% of m/l term run offs by Region⁽¹⁾



- As of today, around 42% of 2014 funding plan already realized (45% in Italy)
- Repaid 10.1 bn LTRO (of which 5 bn in 2014). The remaining 16 bn will be progressively repaid in the coming months

(1) Run-offs as of 31 mar 2014 refer only to UCG securitries placed on external market. InterCompany are not included

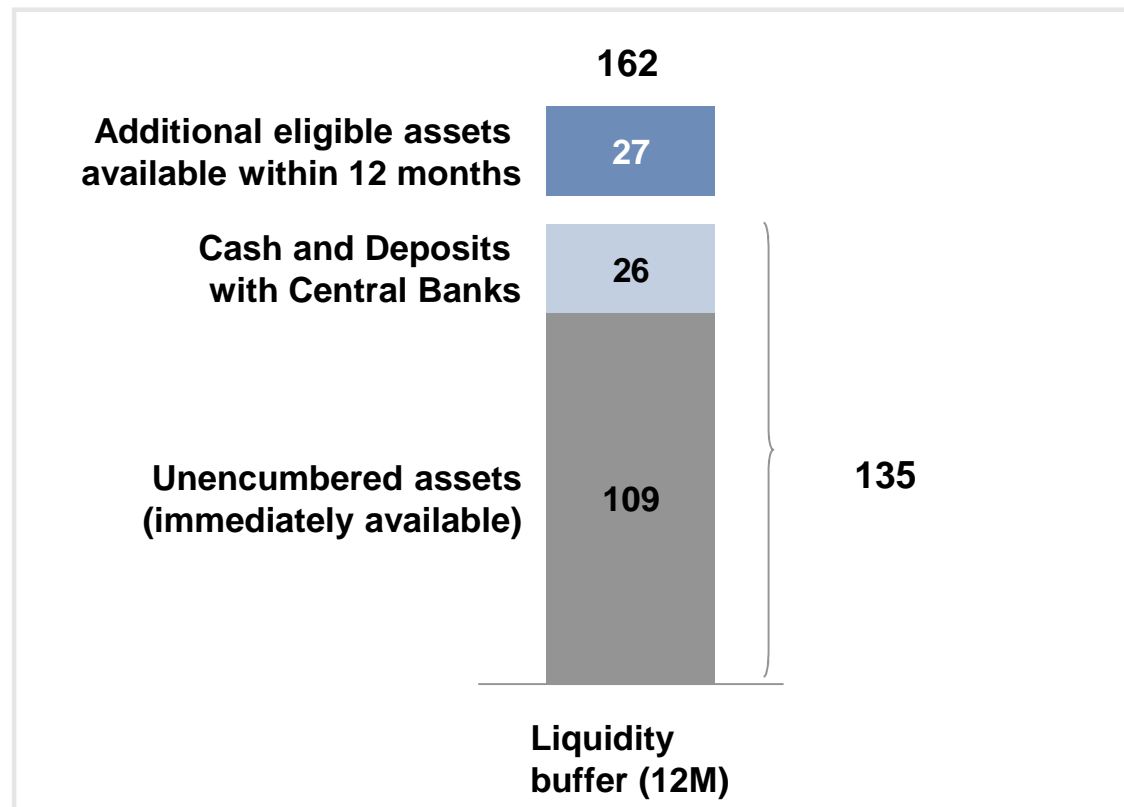
12 (2) The Network Bonds have been reclassified according to a definition based upon their origination (i.e. bonds originated through the Network only)



Very strong liquidity position

1-year liquidity buffer exceeds 12m wholesale funding

Liquidity buffer (12 months) as of March 2014 (bn) ⁽¹⁾



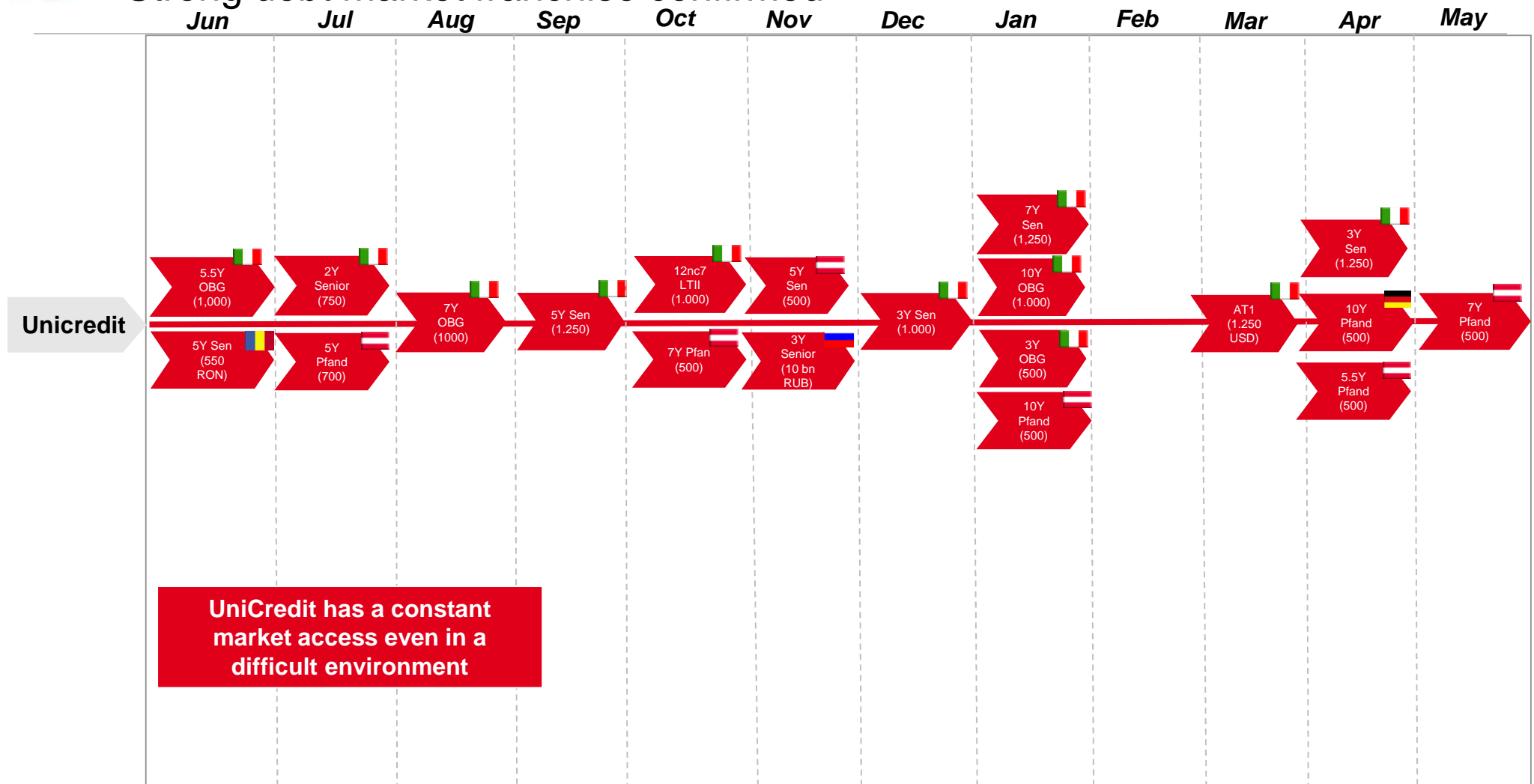
- **Liquid assets immediately available** amount to 135 bn net of haircut and are **well above 100% of wholesale funding maturing in 1 year**

⁽¹⁾ Unencumbered assets are represented by all the assets immediately available to be used with Central Banks; Additional eligible assets (available within 12 months) consist of all the other assets eligible within 1 year time



UniCredit has continuous wholesale market access

Strong debt market franchise confirmed



- Unicredit has always maintained a significant footprint in the Global Capital Markets with the ability to issue via a variety of instruments and to enjoy continuous market access
- Latest issuances include 1.250 mln AT1 and 1.25 bln 3Y Senior well received from investors



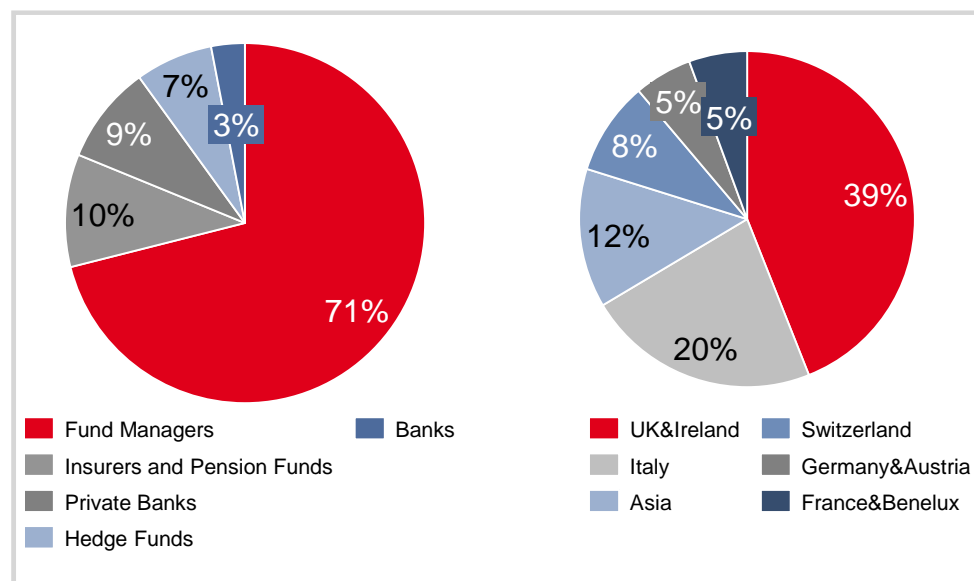
USD 1.25bn PERPNC2024 Additional Tier 1

First AT1 deal from an Italian bank with an orderbook of over USD 8bn

USD 1.25bn PERPNC2024 Additional Tier 1

Issuer	UniCredit Spa
Issue Size	USD 1.25 bn
Maturity Date	Perpetual
Coupon	8%
Call Dates	3 rd June 2024 and every coupon payment thereafter
Margin over MS	USD MS+518

Investor and geographical distribution (allocated)



- A very solid inaugural Additional Tier 1 for UniCredit, the first one realized by a bank headquartered in Italy
- The deal's **final orderbook** totaled **over USD 8bn orders**, gathered from nearly 500 accounts based both in Europe and Asia
- Good quality of the book with a **very granular allocation**: UK & Ireland (39%), Italy (20%), Asia (12%), Switzerland (8%), Germany & Austria (5%) and France & Benelux (5%)



Agenda

■ Group

■ **Core Bank**

■ Non Core

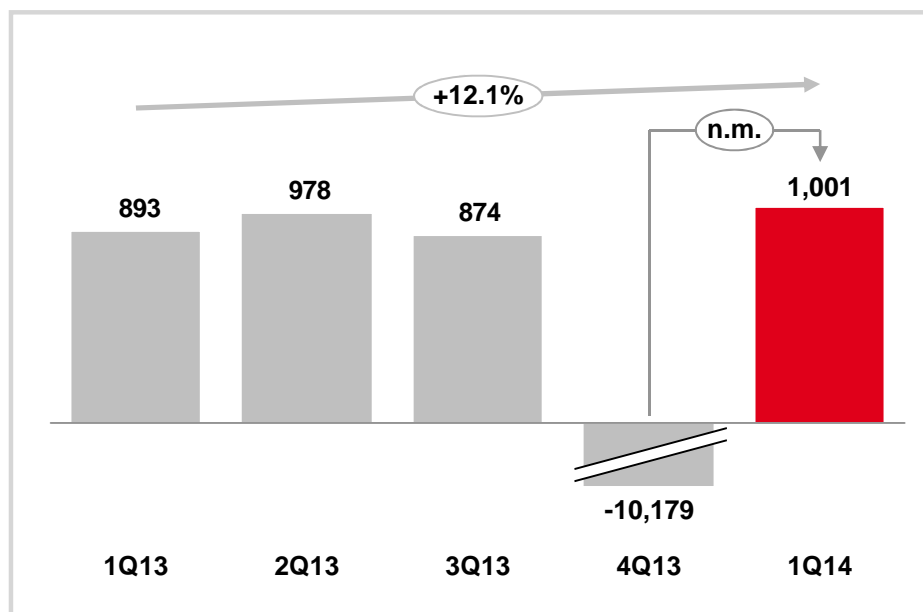
■ Annex



Core Bank – Net Profit

The Core Bank started 2014 with 1 bn net profit, mostly driven by the Commercial Bank Italy, CIB and CEE. All divisions closed the quarter with profits

Net Profit, mln

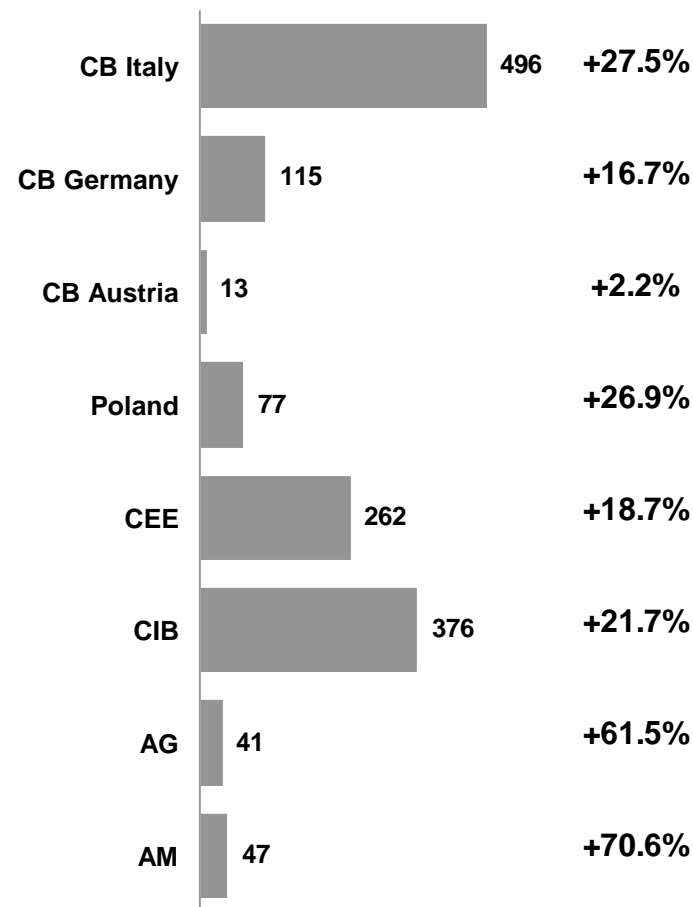


RoAC

+9.8% +11% +10% n.m. +11.8%

Divisional Breakdown – 1Q14 Net Profit, mln

RoAC

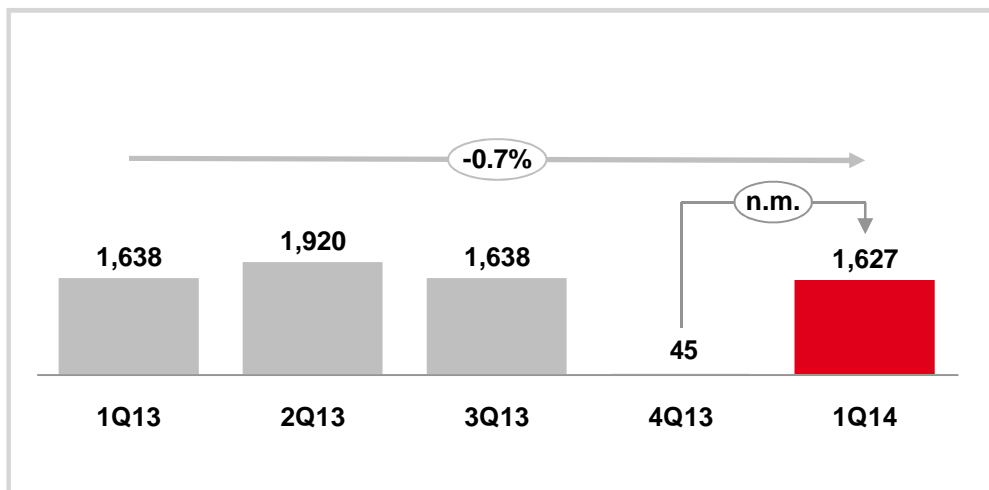




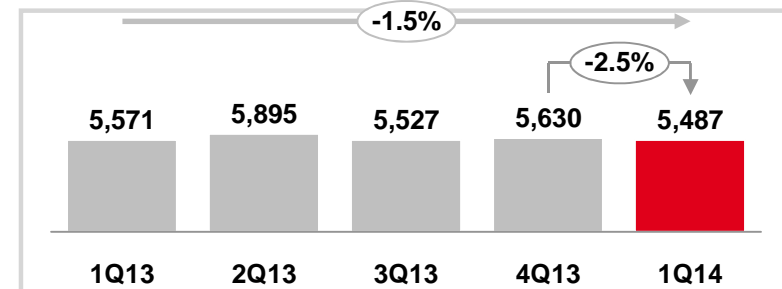
Core Bank - Net Operating Profit breakdown

Fast rebound in NOP after non-recurring items in 4Q13, driven by Cost and Loan Loss Provisions. Revenues held up well

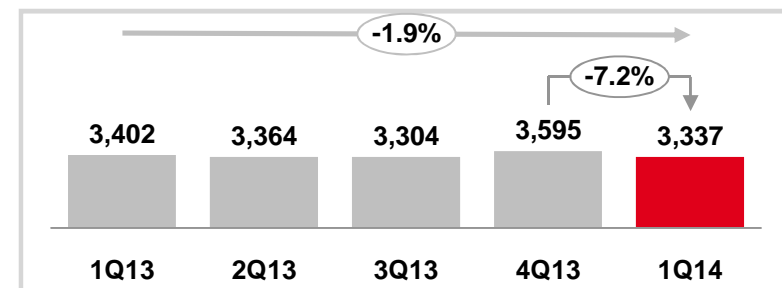
Net Operating Profit, mln



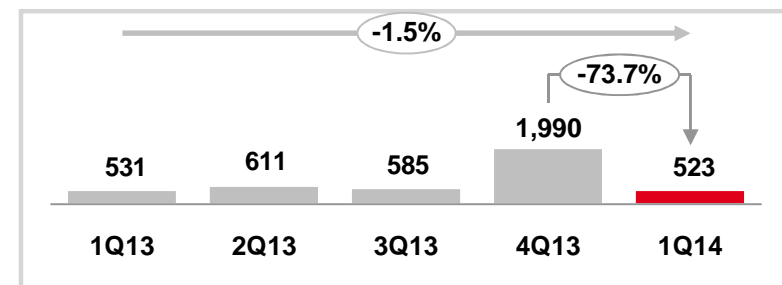
Revenues, mln



Costs, mln



Loan Loss Provisions, mln

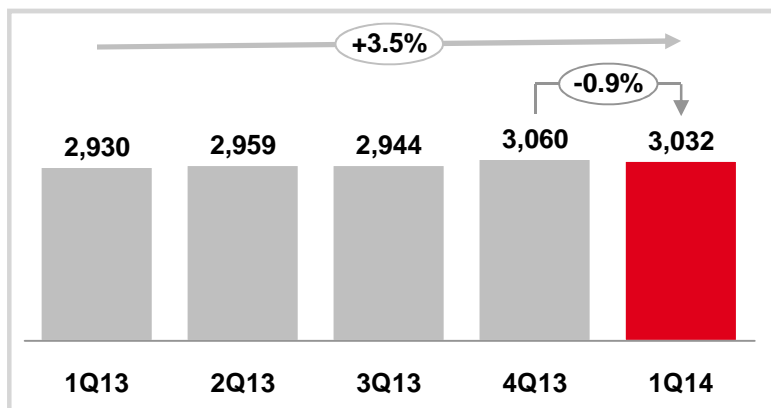




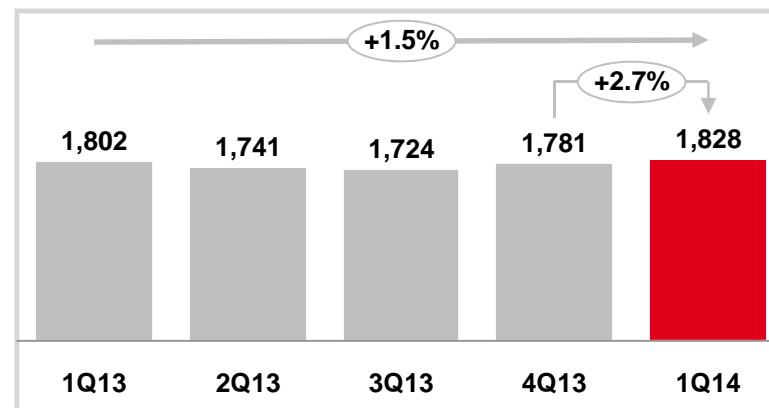
Core Bank – Total revenues

Net interest growing y/y (and q/q net of the two days less in 1Q). Positive trend in fees and commissions confirmed. Turkey impacted by lower AFS gains

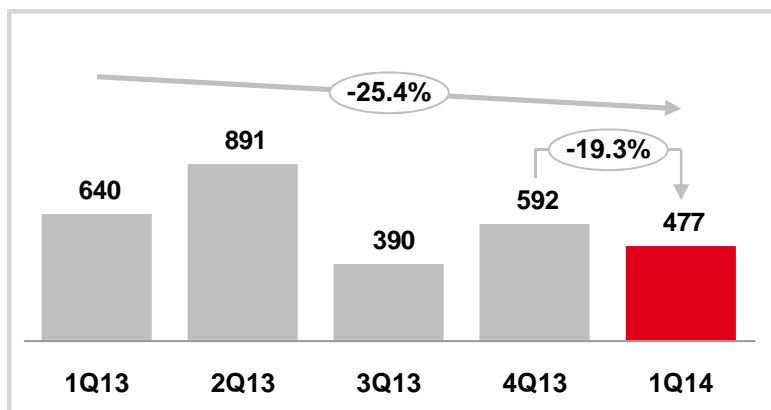
Net interest, mln



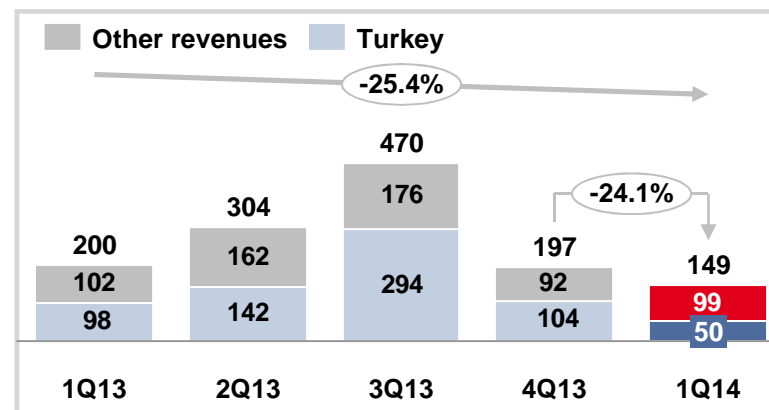
Net Fees and Commissions, mln



Trading income, mln



Dividends and other income, mln

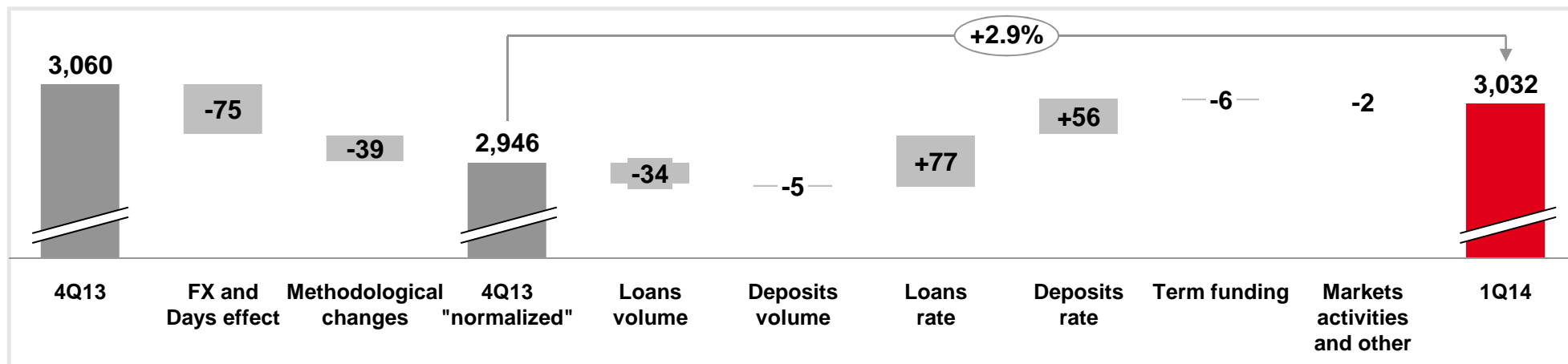




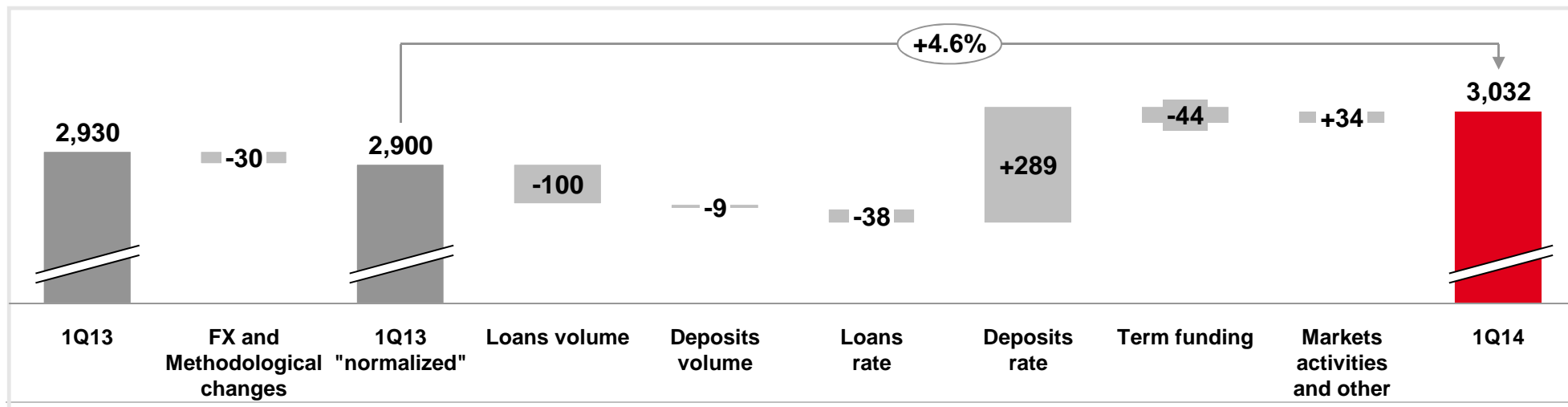
Core Bank – Net interest

Net interest increased by 2.9% q/q net of FX and methodological changes
Positive repricing effect offset loan volumes still affecting the trend

Net interest bridge q/q (mln)



Net interest bridge y/y (mln)

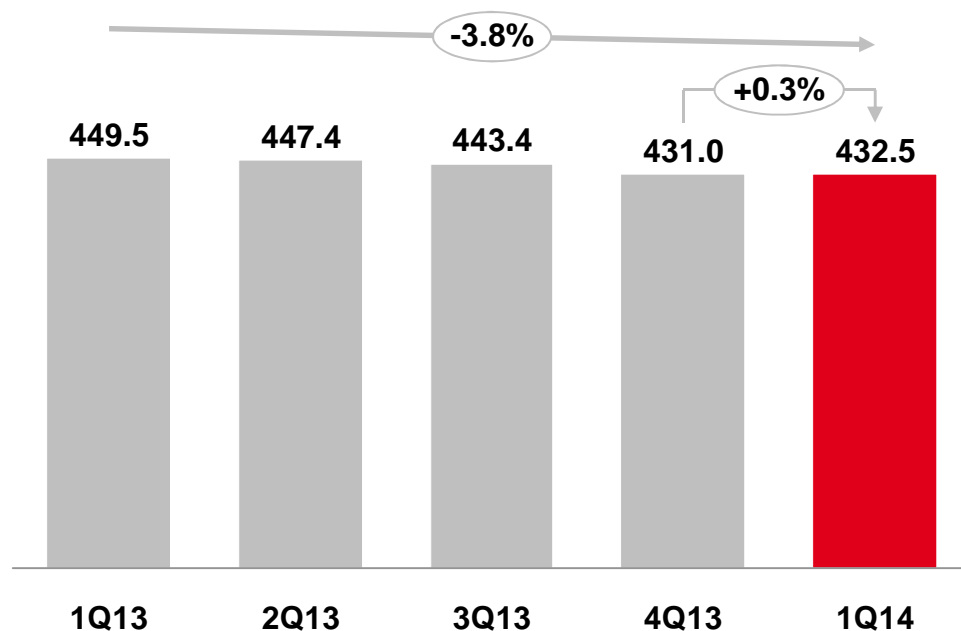




Core Bank – Customer Loans

Customer Loans held up thanks to Institutional and Market Counterparts

Customer Loans, bn



Divisional Breakdown – Customer Loans, bn

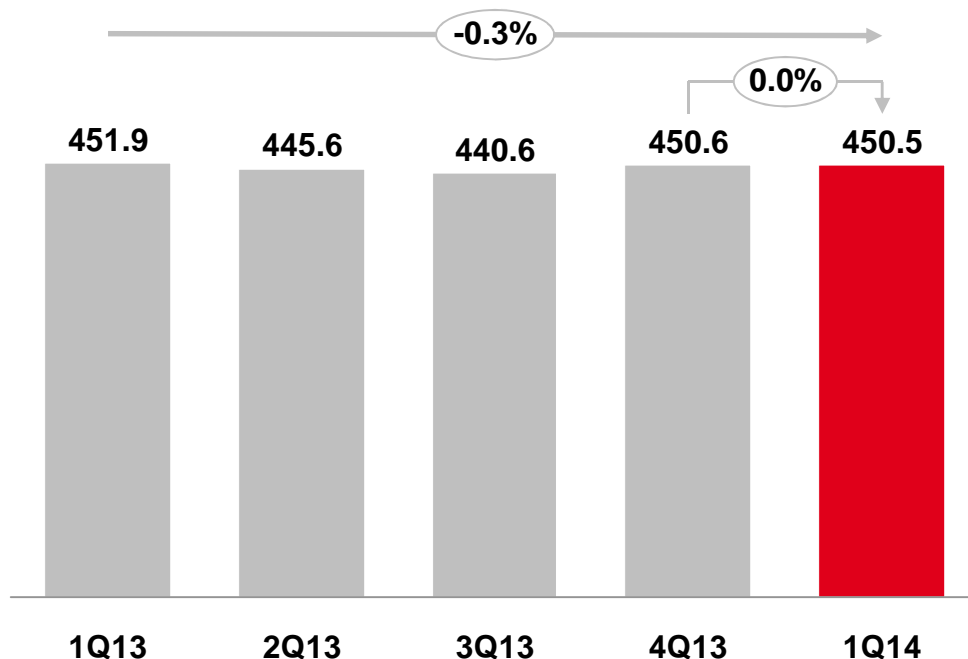
		q/q	y/y
CB Italy	131.8	+0.7%	-2.6%
CB Germany	76.6	-0.3%	-3.3%
CB Austria	43.3	-0.5%	-2.3%
Poland	25.6	+2.1%	+10%
CEE	55.8	-2.3%	-6%
CIB	50.0	-1.9%	-19.4%
Other	1.1	+5.7%	+4.2%
Institutional and Market Counterparts	48.4	+6.2%	+7.5%



Core Bank – Direct Funding

Also on the direct funding side the Institutional and Market Counterparts contribution increased, whereas CEE and Poland declined partially due to FX

Customer Direct Funding, bn



Divisional Breakdown – Direct Funding, bn

		q/q	y/y
CB Italy	147.8	-1.6%	-5.6%
CB Germany	69.6	-3.1%	-0.4%
CB Austria	48.8	+2.2%	-2.6%
Poland	27.3	-6.1%	+5.2%
CEE	47.3	-4.4%	+2.4%
CIB	29.1	+2.4%	-15.3%
Other	19.2	+4.1%	+9.7%
Institutional and Market Counterparts	61.3	+10.9%	+19.6%

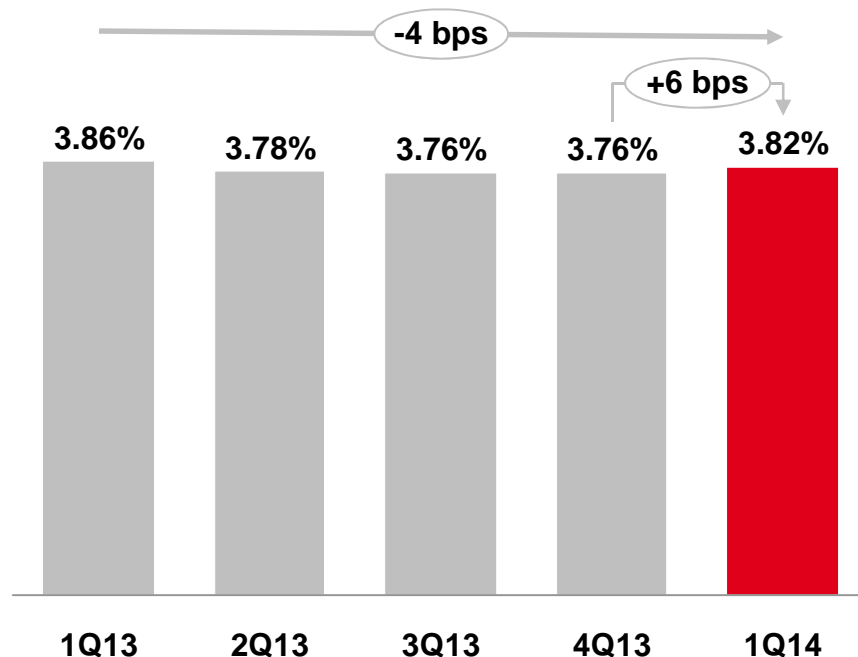
Customer Direct Funding: total customer deposits + customer securities in issue



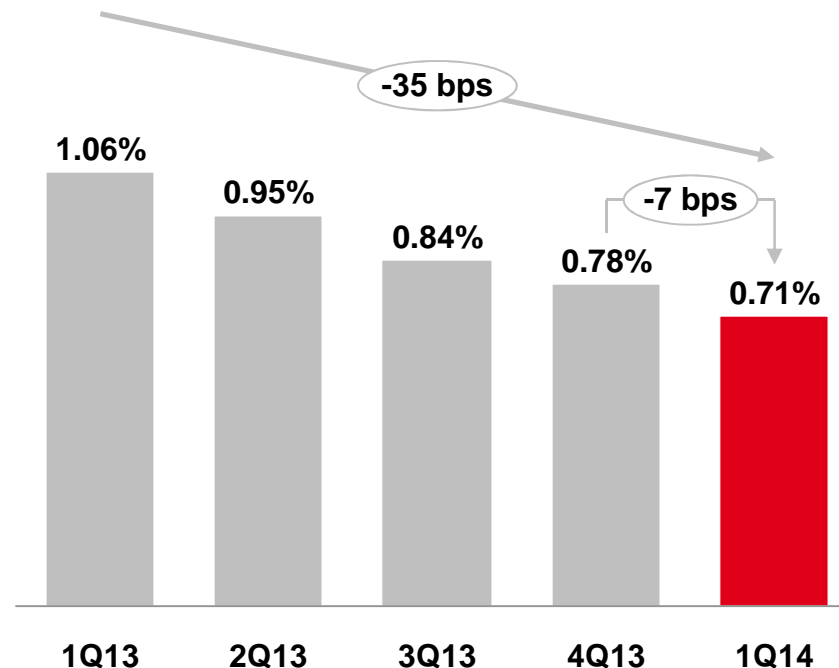
Core Bank – Customer Rates

Improving margins thanks to the ongoing repricing on deposits and in this quarter also positive contribution from customer lending rate

Lending customer rate, % (managerial figures)



Deposits customer rate, % (managerial figures)



Euribor
3M

0,21%

0,21%

0,22%

0,24%

0,30%

Euribor
1M

0,12%

0,12%

0,13%

0,16%

0,23%

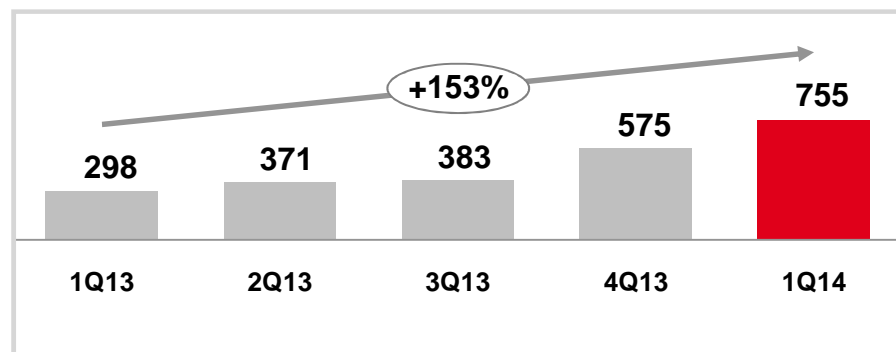


Core Bank – New origination in Italy

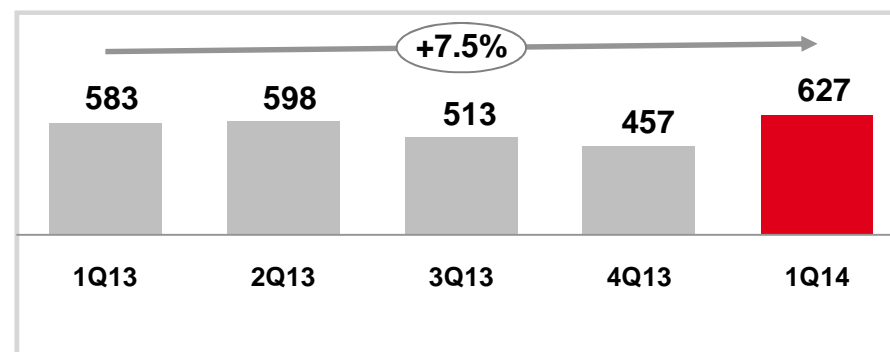
The remarkable increase in new origination in Italy is a tangible sign that the Group is ready to redeploy capital and funding in new healthy business



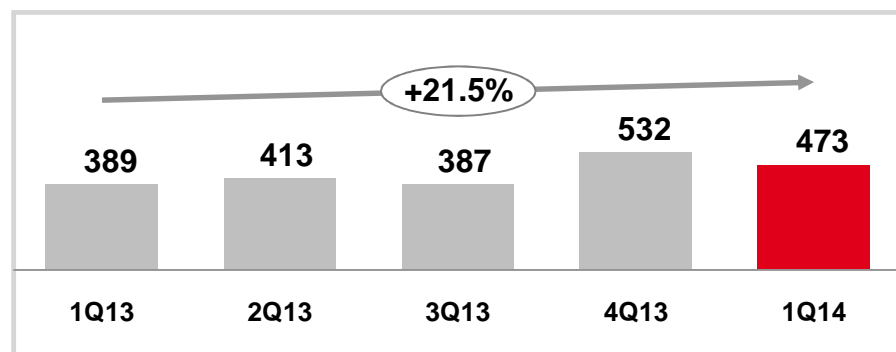
Household mortgages new flows, mln



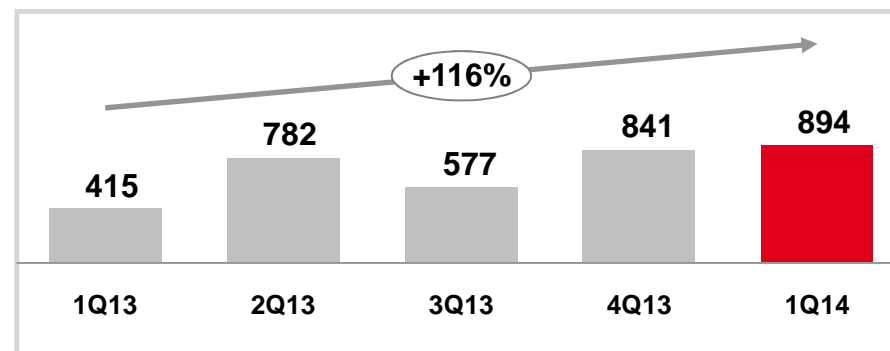
Personal loans new flows, mln



Small Business MLT loans new flows, mln



Corporate MLT loans new flows, mln

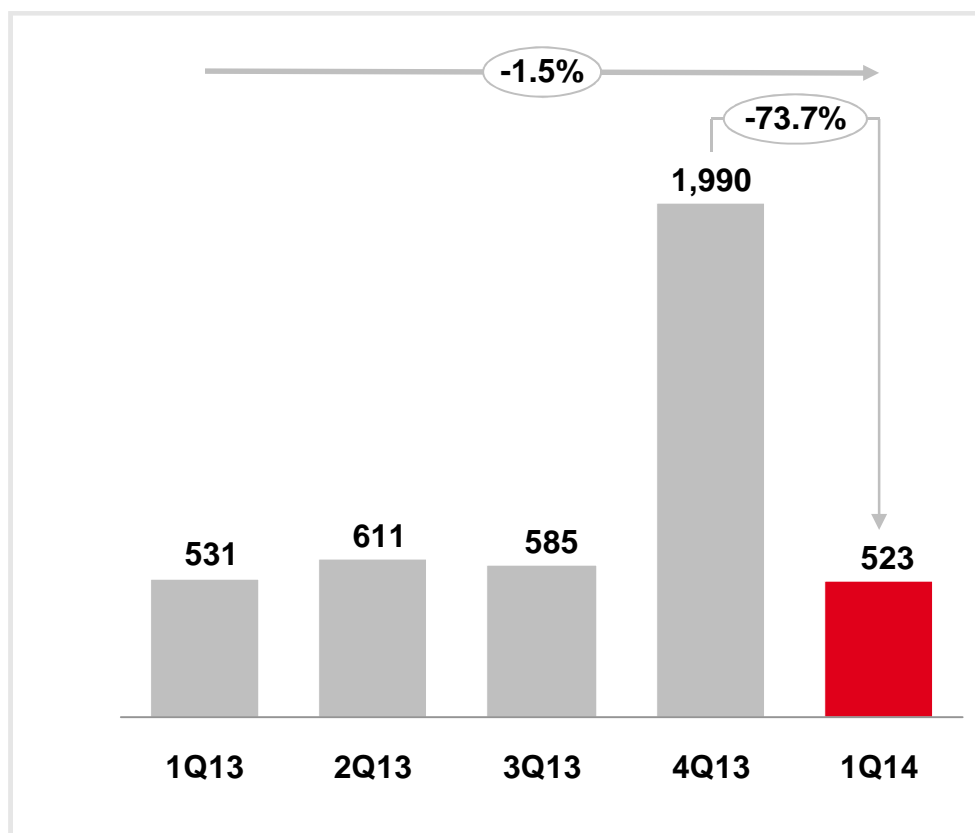




Core Bank – Loan Loss Provisions

CoR dropped to 48 bps with CIB posting no writedowns and Commercial Bank Italy and CEE dropping after the additional LLP in 4Q13

Loan Loss Provisions, mln



Cost of Risk



Divisional Breakdown – 1Q14 Cost of Risk, bps

		q/q	y/y
CB Italy	85	-141bp	+44bp
CB Germany	8	-4bp	-4bp
CB Austria	40	+2bp	+1bp
Poland	56	-13bp	-10bp
CEE	105	-243bp	-29bp
CIB	0	-246bp	-32bp
AG	23	-54bp	-16bp
AM	0	0bp	0bp



Agenda

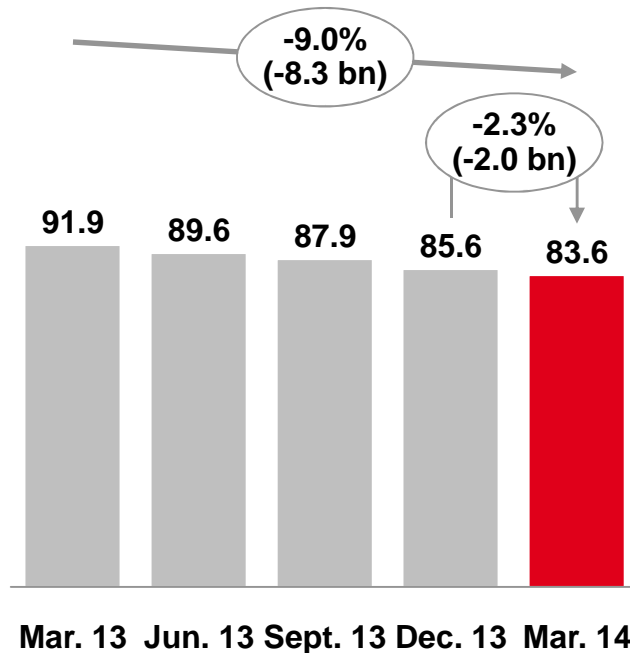
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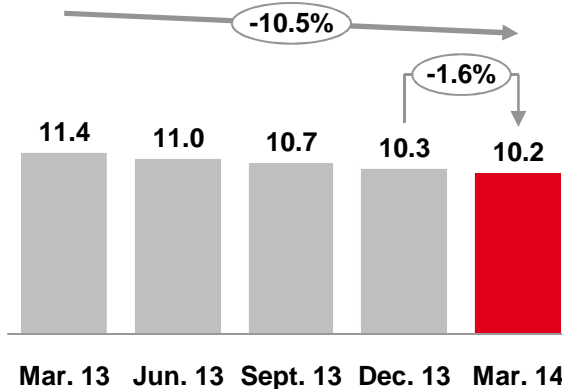
Non Core – Gross Customer Loans

Gross exposure dropped by 2.0 bn in 1Q14 mostly driven by 1.7 bn reduction in Special Network

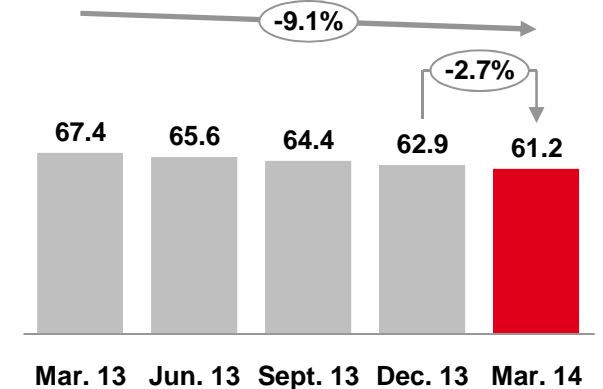
Gross Customer Loans, bn



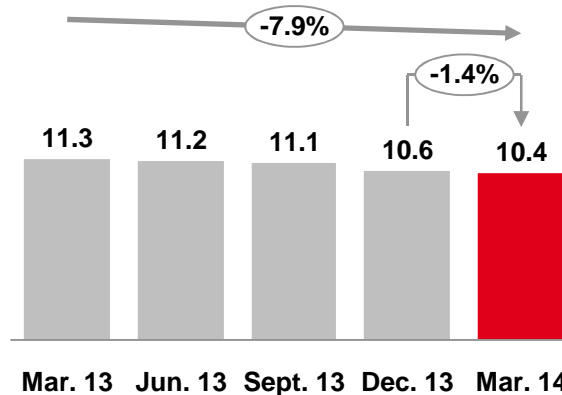
Leasing Non Core, bn



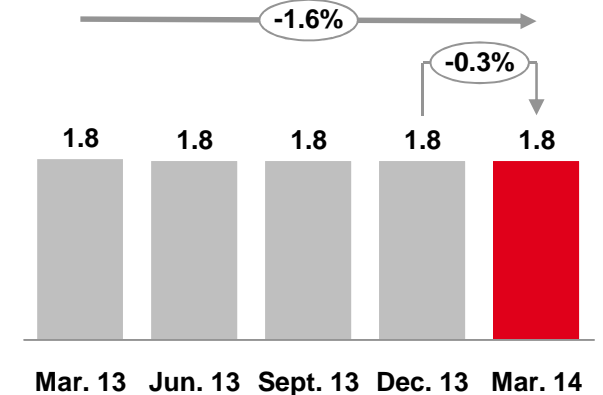
Special Network, bn



UCCMB, bn



SPV and Securitization, bn



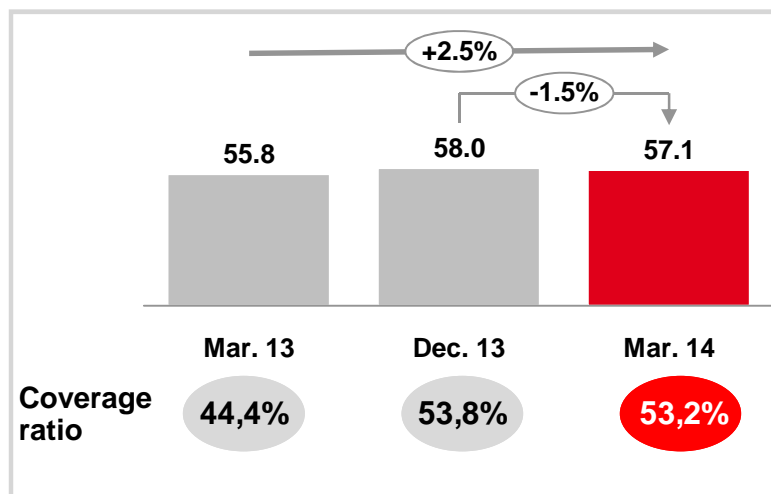
Special Network: Corporate, Small Business and Households



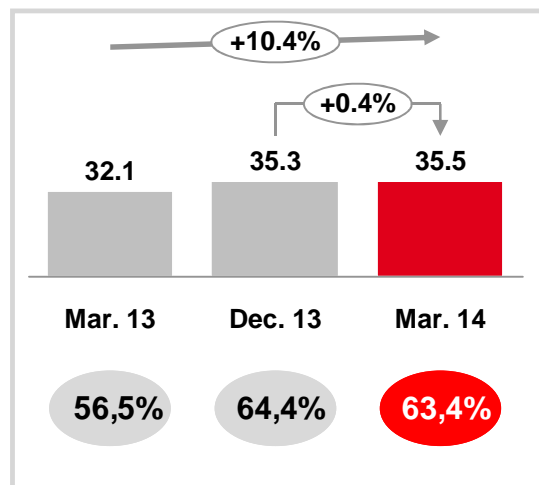
Non Core – Asset Quality

Reduction in total gross impaired loans while maintaining a solid coverage ratio

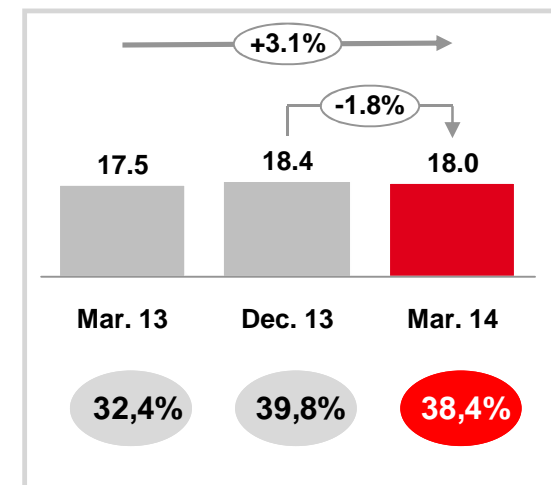
Total Gross Impaired Loans, bn



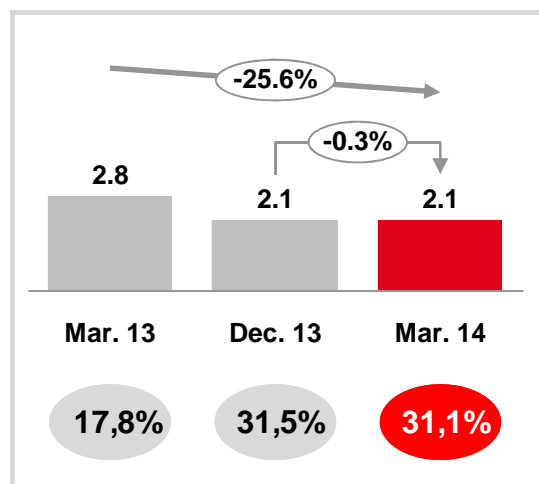
NPLs, bn



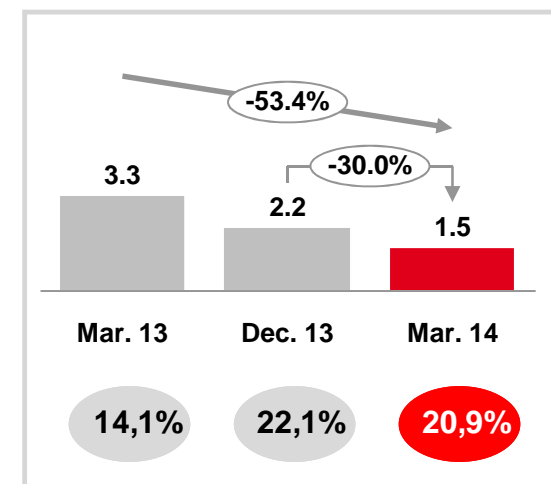
Doubtful Loans, bn



Restructured Loans, bn



Past due loans, bn

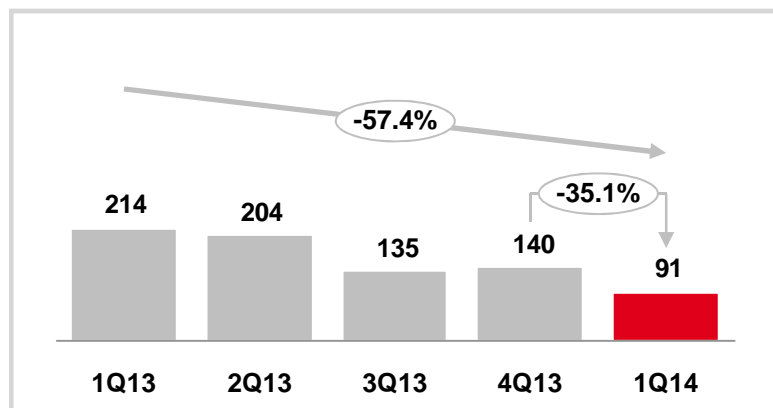




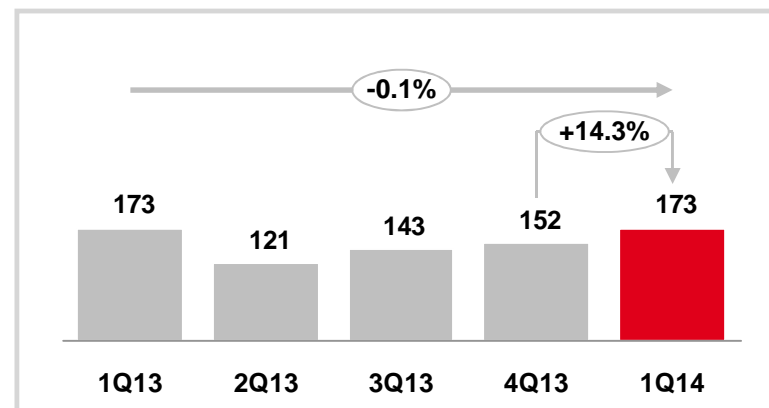
Non Core – Results

The drop in provisioning after the efforts made in 4Q13 explain the lower loss in the quarter. The drop in revenues is driven by lower interest accruals

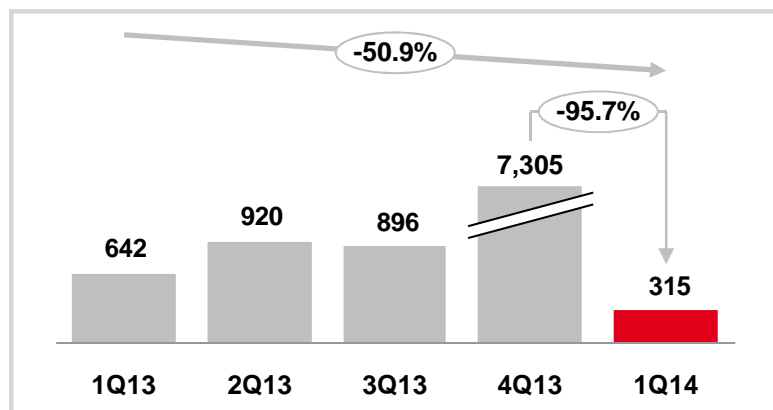
Revenues, mln



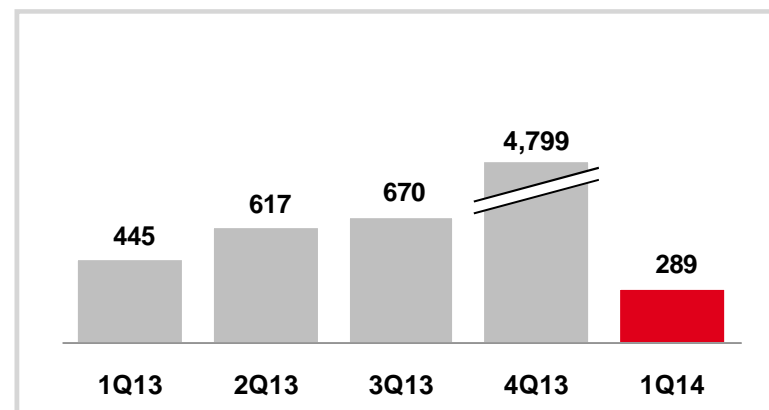
Costs, mln



LLP, mln



Net Loss, mln





Concluding Remarks

- **Sizeable 1 bn net profit in the Core Bank and 12% RoAC**
- **Strong progression in Commercial Bank Italy: 0.5 bn net profit and 27% RoAC**
- **New lending in Italy revamped in 1Q14 with 2.7 bn new MLT business**
- **Asset quality improving with impaired loans down for the first time since the inception of the crisis in 2008 thanks to lower inflows and high recoveries and collections**
- **Non Core assets down 2 bn q/q (-8.3 bn y/y), on track versus the reduction target**



Agenda

- Group
- Core Bank
- Non Core
- **Annex**



Group – P&L and Volumes

Back to profit with a strong 7% RoTE

<i>Euro (mln)</i>	1Q13	2Q13	3Q13	4Q13	1Q14	Δ % vs. 4Q13	Δ % vs. 1Q13	
Total Revenues	5.785	6.099	5.662	5.770	5.578	-3,3%	▼	-3,6% ▼
Operating Costs	-3.576	-3.484	-3.447	-3.746	-3.510	-6,3%	▼	-1,8% ▼
Gross Operating Profit	2.209	2.615	2.215	2.024	2.068	2,2%	▲	-6,4% ▼
LLP	-1.173	-1.532	-1.482	-9.295	-838	-91,0%	▼	-28,5% ▼
Profit Before Taxes	955	881	526	-7.582	1.275	n.m.	▲	33,4% ▲
Net Profit	449	361	204	-14.979	712	n.m.	▲	58,8% ▲
Cost / Income Ratio, %	62%	57%	61%	65%	63%	-2,0pp	▼	1,1pp ▲
Cost of Risk, bps	90bp	119bp	117bp	751bp	69bp	-682bp	▼	-20bp ▼
RoTE	3,9%	3,1%	1,8%	n.m.	6,9%	n.m.		3,0pp ▲
Customer Loans	515.631	511.146	505.181	484.309	484.817	0,1%		-6,0%
Direct Funding	553.520	549.062	544.769	557.764	560.238	0,4%		1,2%
Total RWA	422.728	410.775	399.664	384.713	418.866	8,9%		-0,9%
FTE (#)	138.131	133.245	132.195	132.122	131.333	-0,6%		-4,9%



Core Bank – P&L and Volumes

Back to profit after exceptional loss in 4Q13, with a remarkable 12% RoAC
Significant improvement in terms of Cost / Income ratio

<i>Euro (mln)</i>	1Q13	2Q13	3Q13	4Q13	1Q14	Δ % vs. 4Q13	Δ % vs. 1Q13	
Total Revenues	5.571	5.895	5.527	5.630	5.487	-2,5%	▼	-1,5% ▼
Operating Costs	-3.402	-3.364	-3.304	-3.595	-3.337	-7,2%	▼	-1,9% ▼
Gross Operating Profit	2.169	2.531	2.223	2.035	2.150	5,6%	▲	-0,9% ▼
LLP	-531	-611	-585	-1.990	-523	-73,7%	▼	-1,5% ▼
Profit Before Taxes	1.559	1.724	1.447	-222	1.676	n.m.	▲	7,5% ▲
Net Profit	893	978	874	-10.179	1.001	n.m.	▲	12,1% ▲
Cost / Income Ratio, %	61%	57%	60%	64%	61%	-3,0pp	▼	-0,3pp ▼
Cost of Risk, bps	46bp	55bp	53bp	182bp	48bp	-134bp	▼	2bp ▲
RoAC	9,8%	10,8%	9,8%	n.m.	11,8%	n.m.		2,0pp ▲
Customer Loans	449.471	447.373	443.426	430.997	432.494	0,3%		-3,8%
Direct Funding	550.837	546.627	542.366	555.260	557.717	0,4%		1,2%
Total RWA	381.802	371.091	362.493	353.318	388.895	10,1%		1,9%
FTE (#)	136.280	131.307	130.253	130.147	129.352	-0,6%		-5,1%



Non Core – P&L and Volumes

Net loss reduced after the exceptionally high LLP in 4Q

Customer loans down 2% q/q and 21% y/y in line with Strategic Plan targets

<i>Euro (mln)</i>	1Q13	2Q13	3Q13	4Q13	1Q14	Δ % vs. 4Q13	Δ % vs. 1Q13
Total Revenues	214	204	135	140	91	-35,1%	▼ -57,4%
Operating Costs	-173	-121	-143	-152	-173	14,3%	▲ -0,1%
Gross Operating Profit	41	84	-8	-11	-82	n.m.	▼ n.m.
LLP	-642	-920	-896	-7.305	-315	-95,7%	▼ -50,9%
Profit Before Taxes	-604	-844	-921	-7.360	-402	-94,5%	▲ -33,5%
Net Profit	-445	-617	-670	-4.799	-289	-94,0%	▲ -35,0%
Cost / Income Ratio, %	n.m.	n.m.	n.m.	n.m.	n.m.	n.m.	n.m.
Cost of Risk, bps	385bp	567bp	571bp	5079bp	239bp	n.m.	▼ -146bp
RoAC	n.m.	n.m.	n.m.	n.m.	n.m.	n.m.	n.m.
Customer Loans	66.160	63.773	61.755	53.312	52.323	-1,9%	-20,9%
Direct Funding	2.683	2.435	2.403	2.504	2.521	0,7%	-6,0%
Total RWA	40.926	39.684	37.171	31.395	29.972	-4,5%	-26,8%
FTE (#)	1.851	1.938	1.942	1.974	1.981	0,4%	7,0%



Ratings Overview

All senior ratings of UniCredit SpA were confirmed recently

	Issuer	Ratings ⁽¹⁾	Recent actions and key individual rating drivers
STANDARD & POOR'S	Italy	BBB/Neg/A2	<ul style="list-style-type: none"> ■ UC SpA affirmed on the 24th March as S&P believes that the impact of the full-year-2013 results on the capital position is manageable and that the increased provisioning has strengthened the balance sheet ■ On the 29th April, both UBA AG and UCB AG affirmed after a European government support review
	UC SpA	BBB/Neg/A2	
	UCB AG UBA AG	A-/Neg/A2 A-/Neg/A2	
Moody's	Italy	Baa2/Stable/P2	<ul style="list-style-type: none"> ■ Moody's affirmed UC SpA on the 21st March with stable outlook ■ UCB AG and UBA AG at 'Baa1' and 'Baa2' – both with outlook 'stable'
	UC SpA	Baa2/Stable/P2	
	UCB AG UBA AG	Baa1/Stable/P2 Baa2/Stable/P2	
FitchRatings	Italy	BBB+/Stable/F2	<ul style="list-style-type: none"> ■ UC SpA unchanged after the year-end results, as they appreciated the clean-up effort and then affirmed on the 13th May ■ Italy's outlook changed to 'stable' from 'negative' on the 25th April ■ UCB AG and UBA AG both have higher ratings due to their systemic importance
	UC SpA	BBB+/Neg/F2	
	UCB AG UBA AG	A+/Neg/F1+ A/Neg/F1	

⁽¹⁾ Order: Long-Term/Outlook or Watch/Short-Term. Neg = Negative Outlook, Stable = Stable Outlook