



UniCredit Group: 3Q14 Results

Presentation to Fixed Income Investors



December 2014





This Presentation may contain written and oral "forward-looking statements", which includes all statements that do not relate solely to historical or current facts and which are therefore inherently uncertain. All forward-looking statements rely on a number of assumptions, expectations, projections and provisional data concerning future events and are subject to a number of uncertainties and other factors, many of which are outside the control of UniCredit S.p.A. (the "Company"). There are a variety of factors that may cause actual results and performance to be materially different from the explicit or implicit contents of any forward-looking statements are not a reliable indicator of future performance. The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required by applicable law. The information and opinions contained in this Presentation are provided as at the date hereof and are subject to change without notice. Neither this Presentation nor any part of it nor the fact of its distribution may form the basis of, or be relied on or in connection with, any contract or investment decision.

The information, statements and opinions contained in this Presentation are for information purposes only and do not constitute a public offer under any applicable legislation or an offer to sell or solicitation of an offer to purchase or subscribe for securities or financial instruments or any advice or recommendation with respect to such securities or other financial instruments. None of the securities referred to herein have been, or will be, registered under the U.S. Securities Act of 1933, as amended, or the securities laws of any state or other jurisdiction of the United States or in Australia, Canada or Japan or any other jurisdiction where such an offer or solicitation would be unlawful (the "Other Countries"), and there will be no public offer of any such securities in the United States. This Presentation does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States or the Other Countries.

Pursuant the consolidated law on financial intermediation of 24 February 1998 (article 154-bis, paragraph 2) Marina Natale, in her capacity as manager responsible for the preparation of the Company's financial reports declares that the accounting information contained in this Presentation reflects the UniCredit Group's documented results, financial accounts and accounting records.

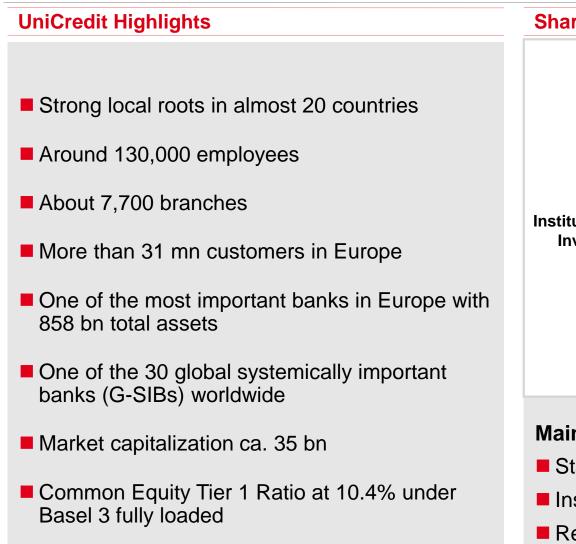
Neither the Company nor any member of the UniCredit Group nor any of its or their respective representatives, directors or employees accept any liability whatsoever in connection with this Presentation or any of its contents or in relation to any loss arising from its use or from any reliance placed upon it.

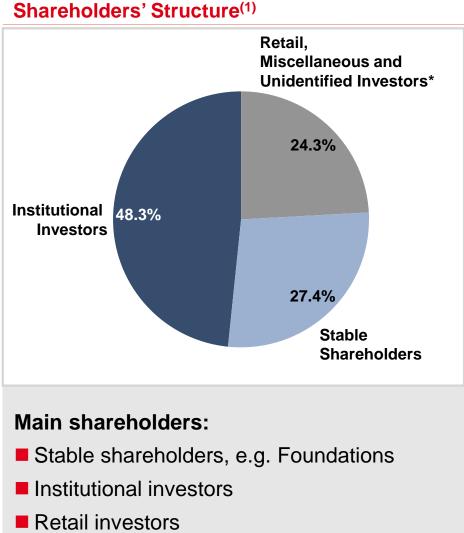




UniCredit at a glance

A clear international profile based on a strong European identity





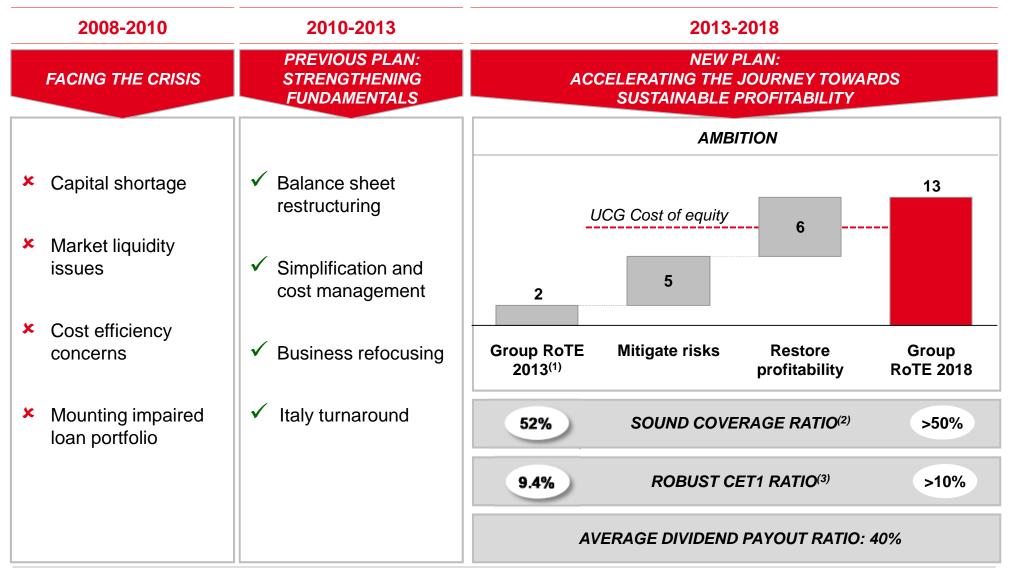
(1) Source: UniCredit analysis on Sodali All data based on ordinary shares as at 31 March 2014





A new strategic agenda

UCG journey towards sustainable profitability



⁽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

⁽²⁾ On impaired loans

⁽³⁾ Fully loaded CET1 ratio





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

GROUP	2013	2016	2018	DELTA13-18
NET PROFIT (BLN)	0.9 (1)	3.6 ⁽²⁾	6.6	5.7
COST/INCOME(%)	61% 59% 5 ⁴		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 DIVIDE	END PAYOUT RA	TIO 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

5 ⁽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





3Q14 Highlights

Strong Group net profit at 1.8bn in 9M14 on track towards 2bn target for 2014. Solid balance sheet: CET1 ratio at 10.8% and coverage ratio above 50%

- Group net profit 3Q14 almost doubled q/q at 722m (+17% excluding BankIT tax in 2Q14), 1.8bn in 9M14 (+81% y/y) achieving a ROTE of 6.8% in 3Q14 (6% in 9M14)
- Comprehensive Assessment confirms UCG resilience: one of the lowest AQR impacts and a CET1 capital buffer in excess of 10bn including 9M14 capital strengthening actions
- Sound capital position: CET1 ratio fully loaded at 10.4% and transitional at 10.8%. Basel 3 fully loaded leverage ratio at 4.7%, among the best in Europe

Group asset quality positive trend confirmed:

- Gross impaired loans broadly flat q/q with yearly variations steadily declining since 1Q13
- ✓ High coverage ratio on gross impaired loans at 51% (62% on NPLs), in line with best European peers
- Cost of risk down in the quarter as a result of some one-offs in Italy, Germany and CIB

Core Bank positive trend consolidating: net profit 1.1bn in 3Q14 (+11% q/q, +26% y/y), ROAC at 13.6%:

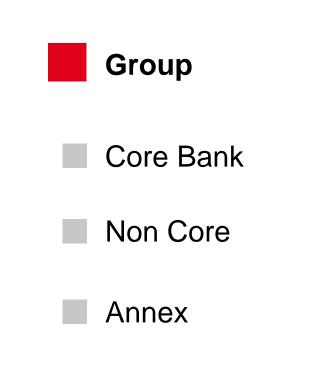
- ✓ All divisions profitable. Main contributors to net profit: CB Italy (617m), CEE & Poland (419m) and CIB (275m)
- ✓ Solid revenues development in CEE & Poland (+6% q/q) highlighting the benefits of geographic diversification
- ✓ Operational excellence: costs -2% 9M/9M, supported by restructuring (- 2,218 FTE y/y and -c.400 branches y/y)
- ✓ New MLT loan origination in Italy at 2.8bn in 3Q14 (9bn in 9M14, +52% y/y)
- ✓ TLTRO first auction take-up of 7.8bn, with c.3bn granted in Italy from October to date

Non Core: continued asset reduction, gross customer loans below 80bn (-8.2bn y/y):

- ✓ Gross impaired loans flat with sound coverage ratio at 52% (62% on NPLs)
- ✓ Net loss stable in 3Q14 at 382m, LLP up by 27% q/q. Most relevant part of AQR-related LLP already booked



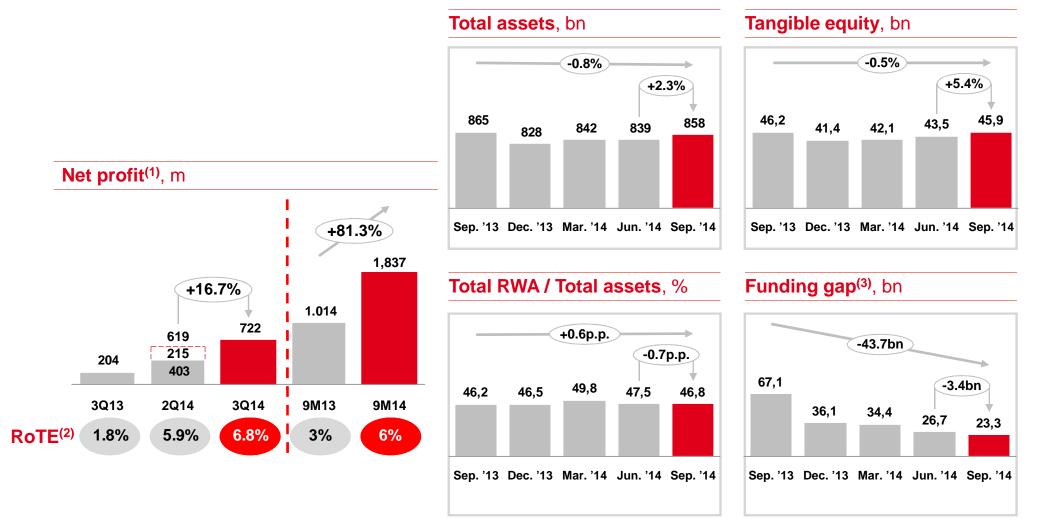






Group – Results

Net profit up by c.17% excluding the tax on BankIT in 2Q14, +81% 9M/9M. Tangible equity further up by 2.4bn also thanks to 1bn AT1 and Fineco IPO



(1) 2Q14 net profit and ROTE exclude the impact of the revised tax charge of 215m on the valuation of the stake in Banca d'Italia.

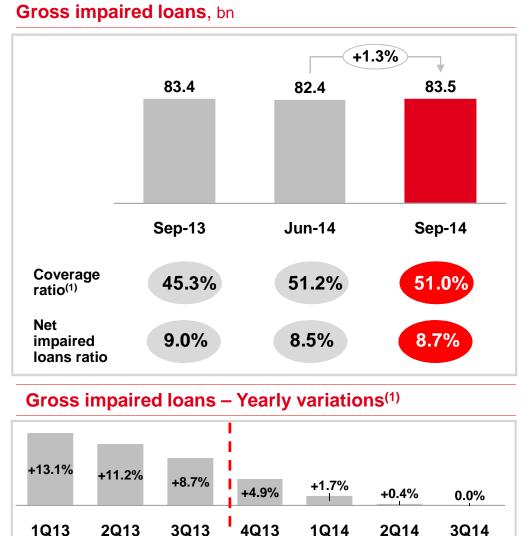
(2) RoTE: net profit / average tangible equity (excluding AT1).

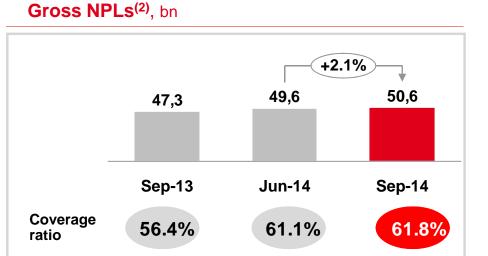
8 (3) Funding gap: customers loans – (customer deposits + customer securities). Data pro-forma for the reclassification of DAB under IFRS 5 starting from 3Q14.



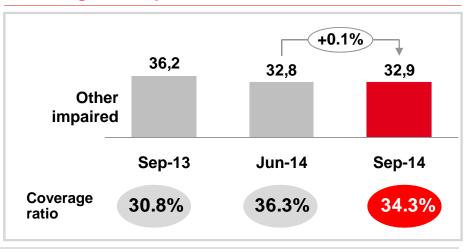
Group – Asset quality

Impaired loans broadly stable q/q with a sound coverage ratio in excess of 50%, and over 60% on NPLs





Other gross impaired loans⁽³⁾, bn



- (1) Yearly variations for 1Q13, 2Q13 and 3Q13 are based on historical data.
- (2) Non performing loans refer to Sofferenze.

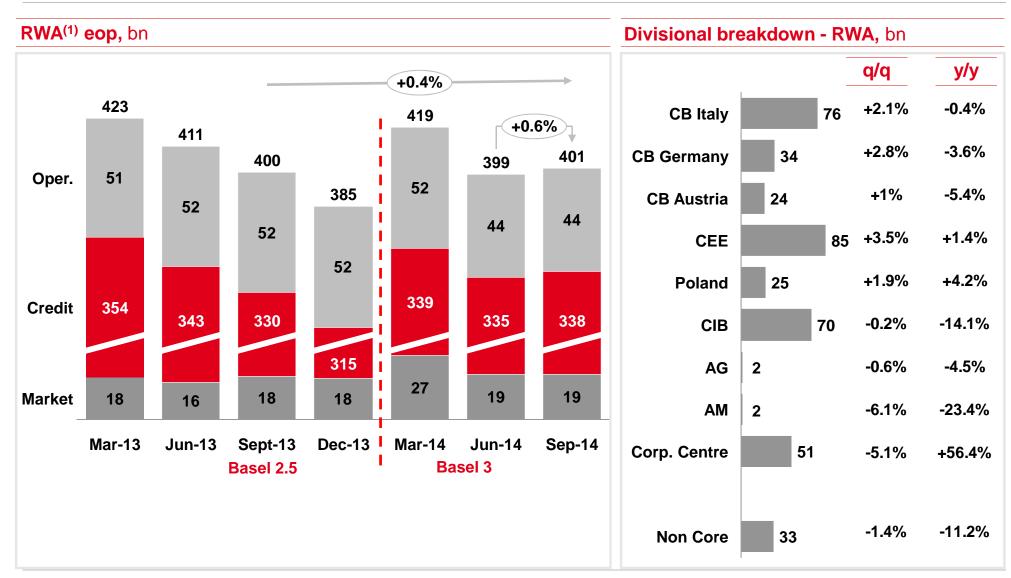
9 (3) Other impaired loans include doubtful loans, restructured loans and past-due loans.





Group – Regulatory capital (1/2)

RWA flat at around 400bn both q/q and y/y



(1) RWA as of December 2013 do not include the floor effect, which has no impact under Basel 3 framework.

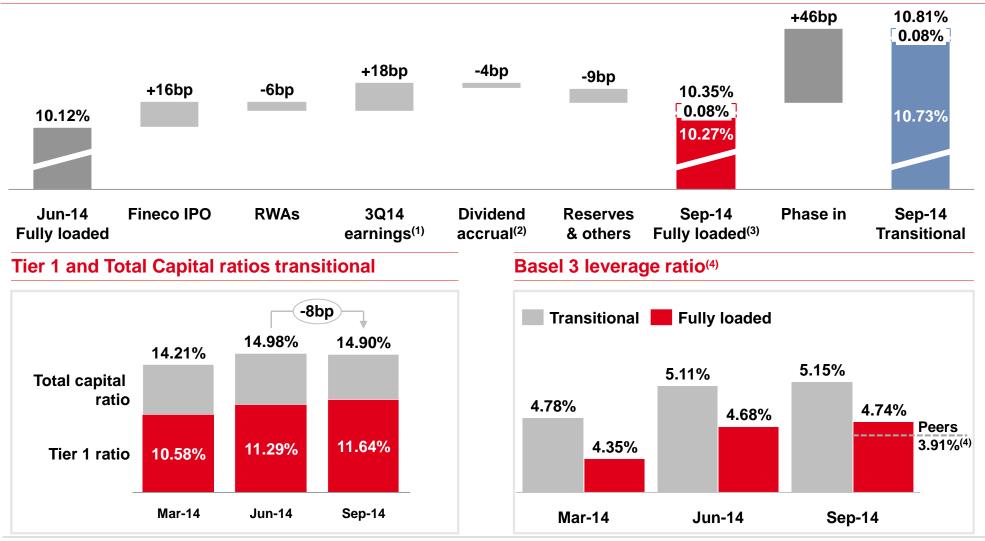


Group – Regulatory capital (2/2)

CET1 ratio fully loaded confirmed at a sound level of 10.35%.

Basel 3 leverage ratio at 4.7% fully loaded, among the best in Europe

Basel 3 - Common Equity Tier I ratio: q/q evolution



(1) Being unaudited, 3Q14 retained earnings are not included in interim regulatory reporting for CET1 ratio transitional.

(2) Dividend accrual assumed at 10 €cents per share, in line with 2013.

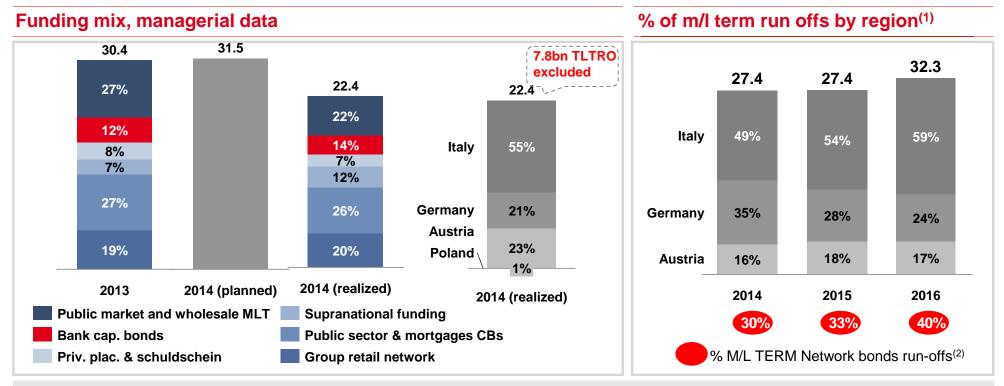
(3) Pro-forma for the sale of DAB, accounting for c.8bp.

(4) Leverage Ratio based on CRR definition currently in force. Peers include a sample of 8 European banks that have published 3Q14 results as of November10th.



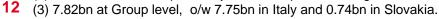
Group – Medium-long term funding plan

First TLTRO take-up of 7.8bn, tapping the maximum allotment for Italy. Well diversified execution of funding plan 2014



- As of today, 71% of the initial 2014 funding plan executed for the Group (72% for Italy) excluding TLTRO. Given UCG's balance sheet development, capital markets conditions and new ECB facilities, funding needs for 2014 are effectively satisfied
- First TLTRO take-up 7.75bn⁽³⁾ in Italy. Group participation to December auction currently under assessment
- 18.1bn LTRO repaid to date (o/w 13bn in 11M14). The remaining 8bn will be progressively repaid leveraging on UCG's diversified investor base

(2) Network bonds comprise only securities placed through UCG commercial and 3rd party networks.

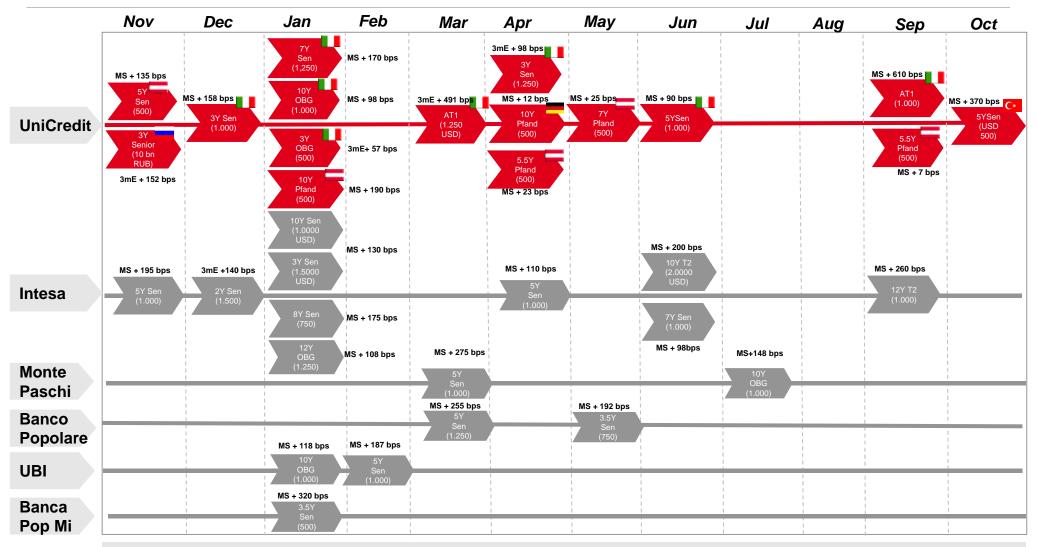




⁽¹⁾ Inter-company funding not included. As of September 2014 (Austria figures still preliminary – as of August 2014)



UniCredit has continuous wholesale market access Strong debt market franchise confirmed



UniCredit has a diversified and continuous access to the wholesale funding market

Latest issuances include 1 bn AT1, the second transaction of this kind in 2014 (and ever done in Italy)





1bn PERPNC7 Additional Tier 1

Second AT1 deal for UniCredit and from an Italian bank with an orderbook of over 2bn

1bn PERPNC7 Additional Tier 1

Issuer	UniCredit Spa
Issue Size	1bn
Maturity Date	Perpetual
Coupon	6.75%
Call Dates	10 th Sep 2021 and every coupon payment thereafter
Margin over MS	MS+610

Geographical and Investors distribution (allocated)

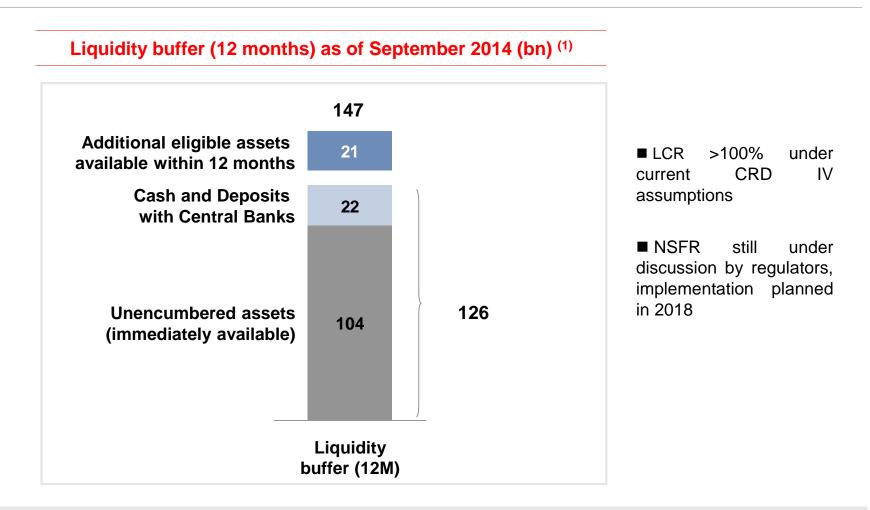
- 13% 25% 2% 34% 12% 84% UK&Ireland Nordics Fund Managers Italy Switzerland Insurers and Pension Funds Other US Banks Asia Germany&Austria Others Spain France&Benelux
- UniCredit successfully placed its second Additional Tier 1, the second transaction ever done by a bank headquartered in Italy
- The deal's final orderbook totaled over 2bn orders, gathered from over 180 accounts based in Europe, US and Asia and performed well even in a challenging market environment
- Good quality of the book ensured by the real money accounts that characterized the bulk of demand. In terms of distribution UK and France participated in size: UK & Ireland (34%), France & Benelux (20%), Italy (12%), Germany & Austria (7%), US (5%), Switzerland (6%), and Asia (3%)





Very strong liquidity position

1-year liquidity buffer exceeds 12m wholesale funding

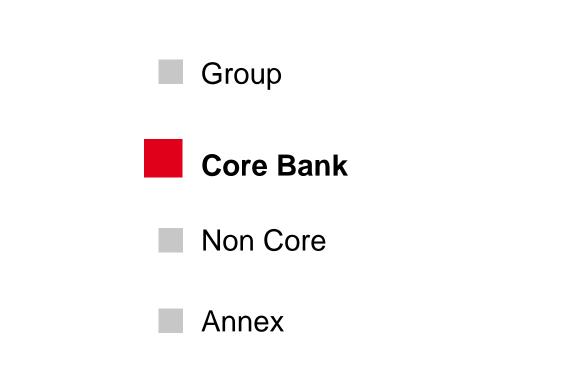


Liquid assets immediately available amount to 126 bn net of haircut and are well above 100% of wholesale funding maturing in 1 year – the latter is not only true for the Group, but also Italy

⁽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.





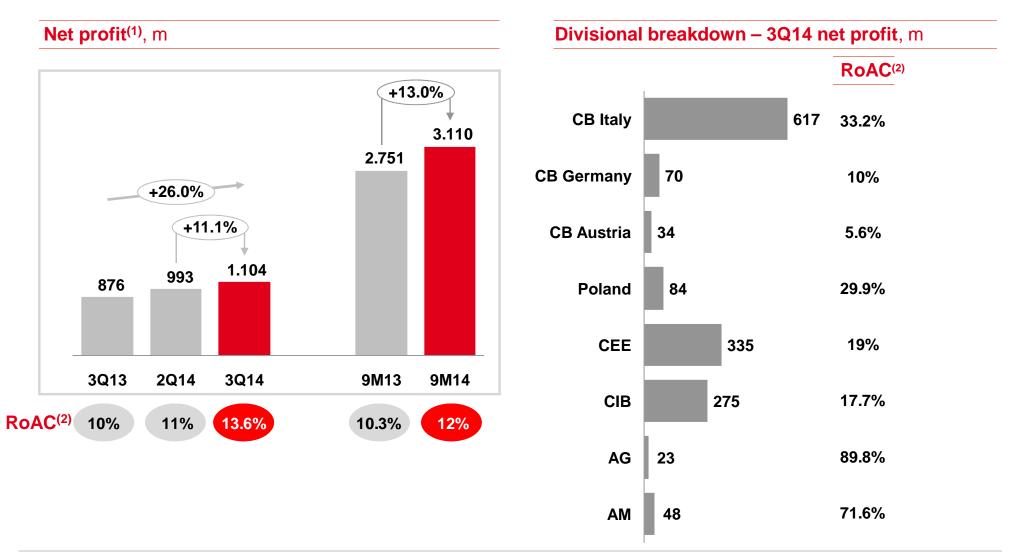




Core Bank – Net profit

Robust growth of 11% q/q to over 1bn in 3Q14, driven by CB Italy, CEE and

CIB, with all divisions profitable for the third quarter in a row



(1) Net profit and RoAC for 2Q14 and 9M14 do not include the 215m impact of the revised tax charge on the valuation of the stake in Banca d'Italia.

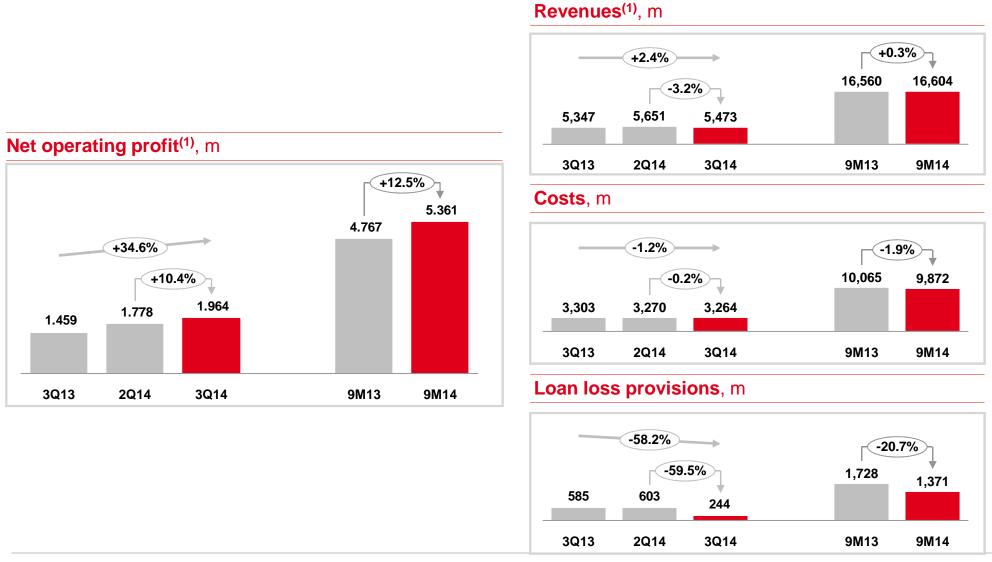
17 (2) RoAC calculated as net profit on allocated capital. Allocated capital calculated as 9% of RWAs, including deductions for shortfall and securitizations.





Core Bank – Net operating profit

Cost discipline and one-off LLP reduction underpin positive NOP progression both on a quarterly and on a yearly basis



(1) 2014 figures adjusted for tender offer proceeds on own debt securities in 2Q14 (49m). 2013 figures adjusted for tender offer

proceeds on own debt securities executed in 2Q13 (254m) and for the capital gain from the sale of Yapi Sigorta occurred in 3Q13

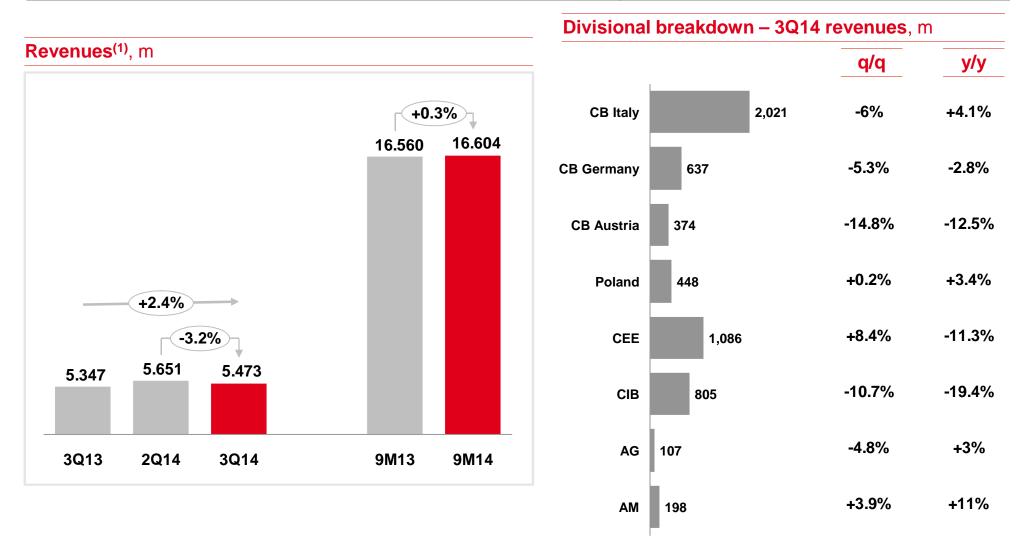




Core Bank – Total revenues (1/2)

Positive y/y trend mainly supported by CB Italy, representing c.40% of total.

CEE & Poland showed a sound quarterly progression



(1) 2014 figures adjusted for tender offer proceeds on own debt securities in 2Q14 (49m). 2013 figures adjusted for tender offer proceeds on own debt securities executed in 2Q13 (254m) and for the capital gain from the sale of Yapi Sigorta occurred in 3Q13



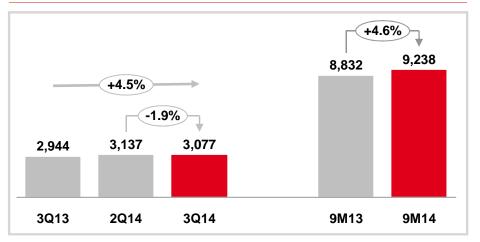
19 (181m).



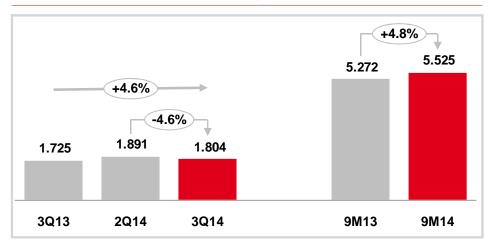
Core Bank – Total revenues (2/2)

Revenue dynamics affected by typical 3q seasonality in fees and dividends. Turkey confirmed positive trend on the back of sound operating performance

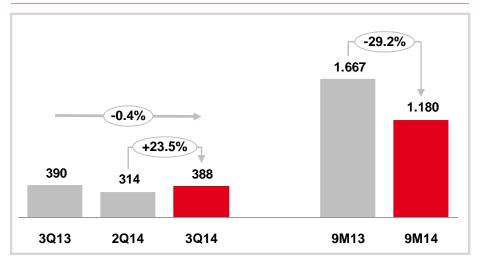
Net interest, m



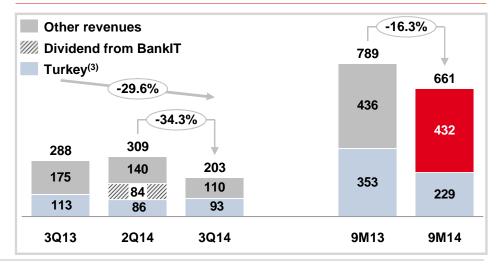
Net fees and commissions, m



Trading income⁽¹⁾, m



Dividends and other income⁽²⁾, m



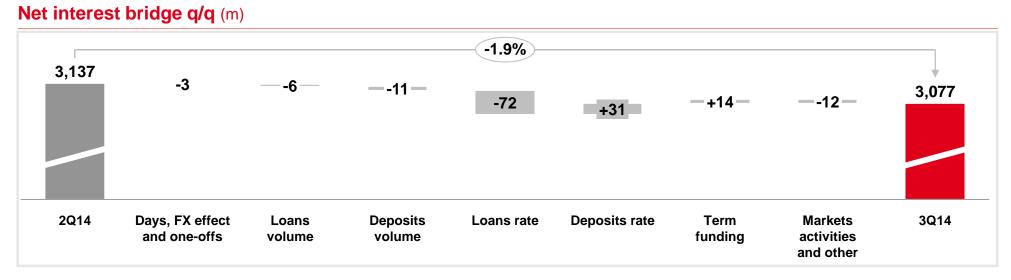
(1) 2014 figures adjusted for tender offer proceeds on own debt securities in 2Q14 (49m). 2013 figures adjusted for tender offer proceeds on own debt securities executed in 2Q13 (254m).

(2) Figures include dividends, equity investments income and balance of other operating income / expenses. 3Q13 and 9M13 figures adjusted for the capital gain from the sale of Yapi Sigorta (181m).
(3) Divisional view.

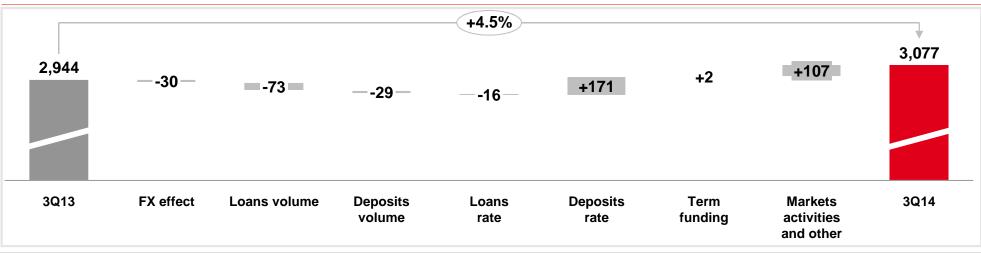


Core Bank – Net interest

Lower lending rates partly compensated by lower cost of liabilities q/q. Repricing of deposits and term funding underpin a sound y/y trend

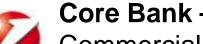


Net interest bridge y/y (m)



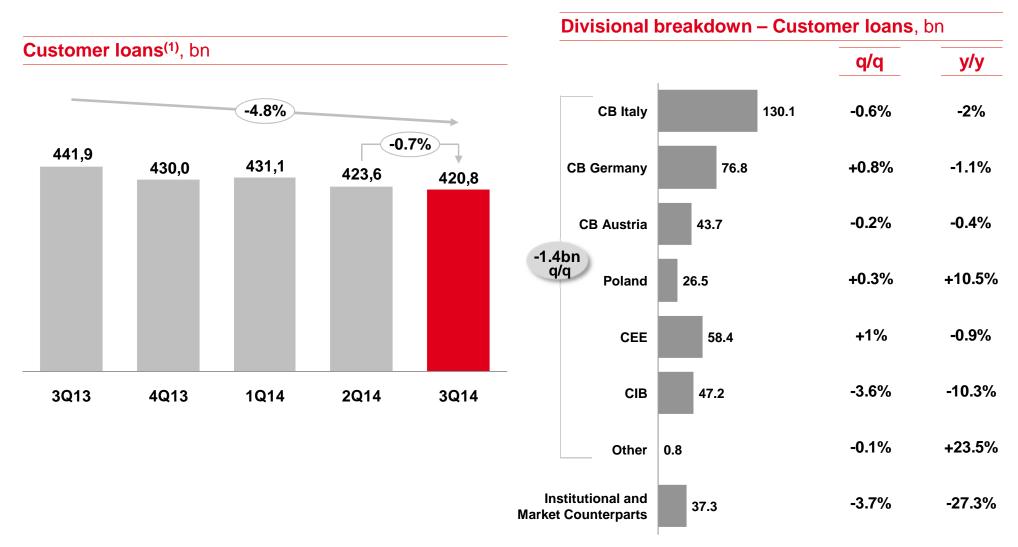
(1) One-offs related to single a ticket in CIB with negative impact on net interest (29m) but a higher positive impact on LLP.





Core Bank – Customer Ioans

Commercial lending volumes slightly down by 1.4bn q/q with positive dynamics in CEE & Poland offset by lower loan demand in CIB

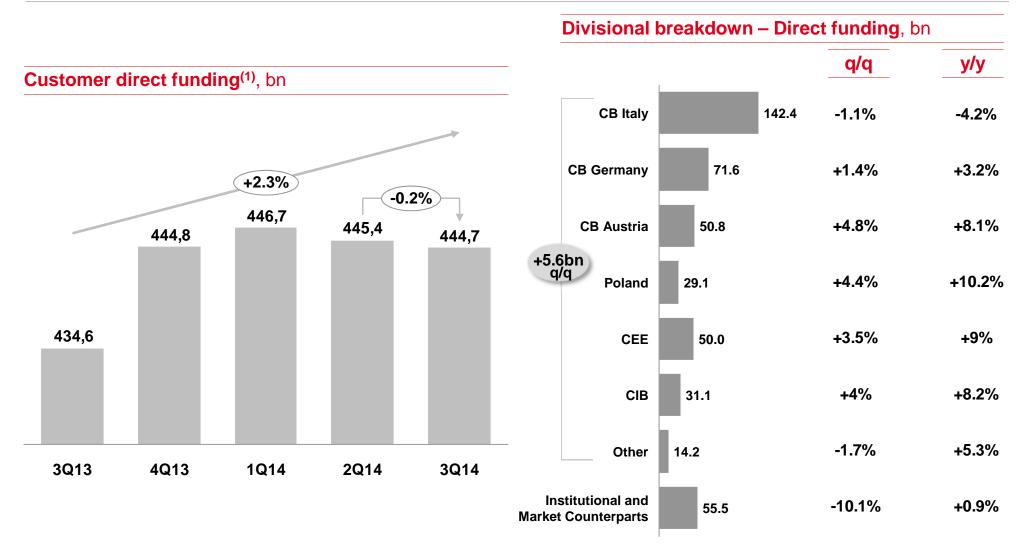


(1) Figures exclude DAB, classified under IFRS 5 (Balance Sheet only) starting from 3Q14. In 3Q14 loans to customers for c.4bn have been reclassified to loans to banks; previous quarters have been restated accordingly.



Core Bank – Customer direct funding

Commercial direct funding up by 5.6bn, thanks to CB Austria, CEE & Poland and CIB



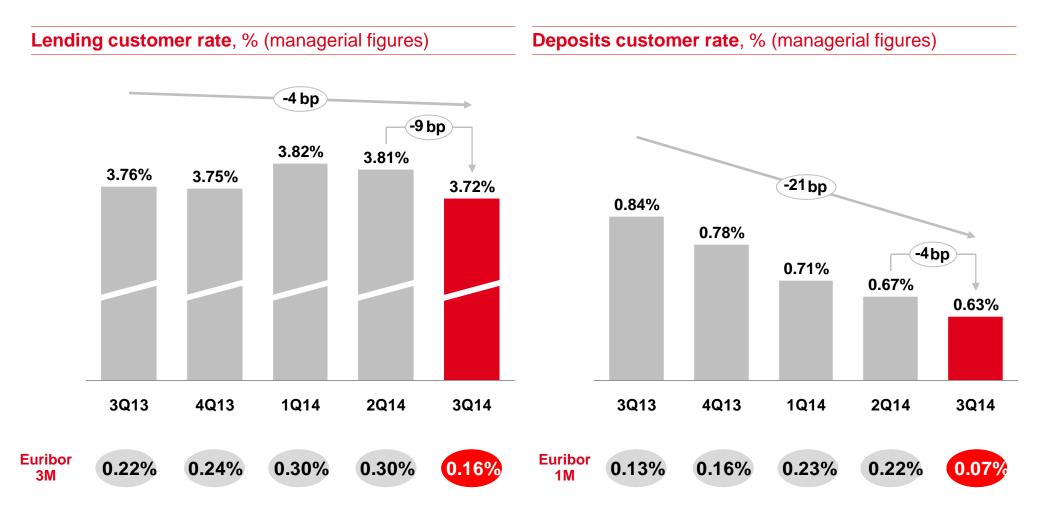
(1) Customer direct funding: total customer deposits + customer securities in issue. Figures exclude DAB classified under



IFRS 5 (Balance Sheet only) starting from 3Q14.

Core Bank – Customer rates

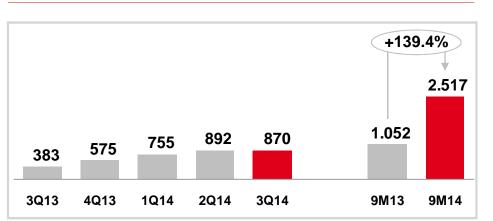
Deposits repricing supported margin trend, partially offsetting lower lending rates following Euribor decline q/q but providing visible support y/y



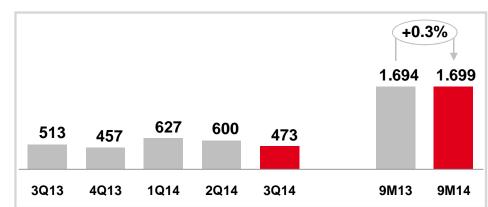


Core Bank – Medium-long term new origination in Italy

Positive trend confirmed with almost 9bn new loans granted in Italy in 9M14. TLTRO deployment on track: c.3bn granted from Oct. (remainder in pipeline)

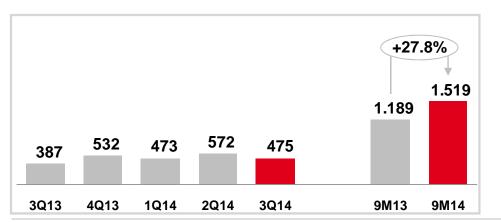


Personal loans new flows, m

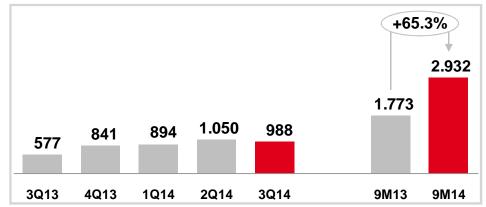


Small business MLT loans new flows, m

Household mortgages new flows, m



Corporate MLT loans new flows, m

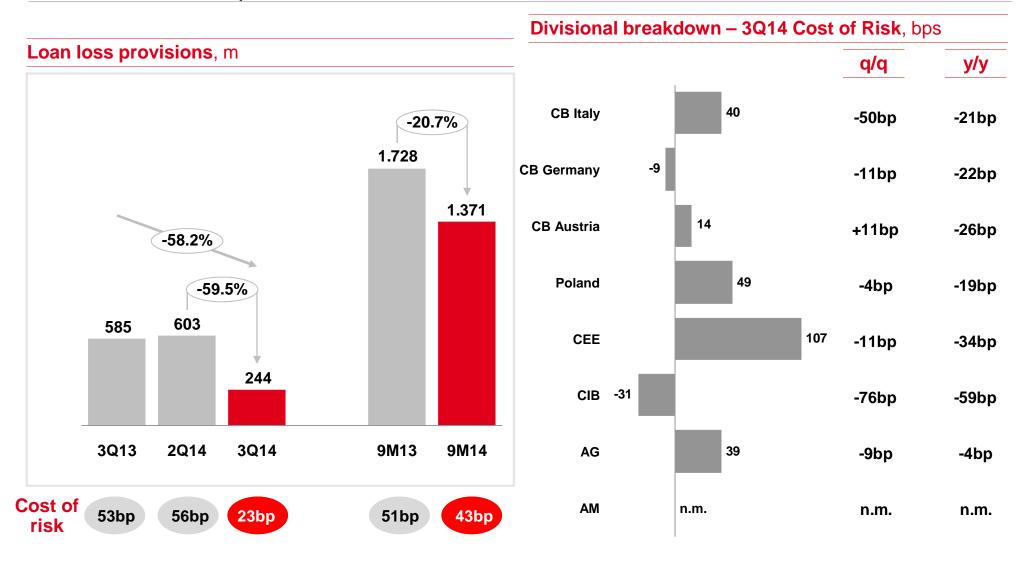






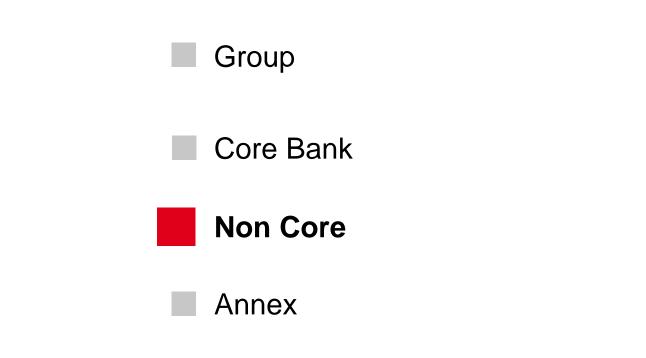
Core Bank – Loan loss provisions

LLP down q/q, due to one-off effects in Italy, Germany and CIB, reducing cost of risk to 43bp in 9M14









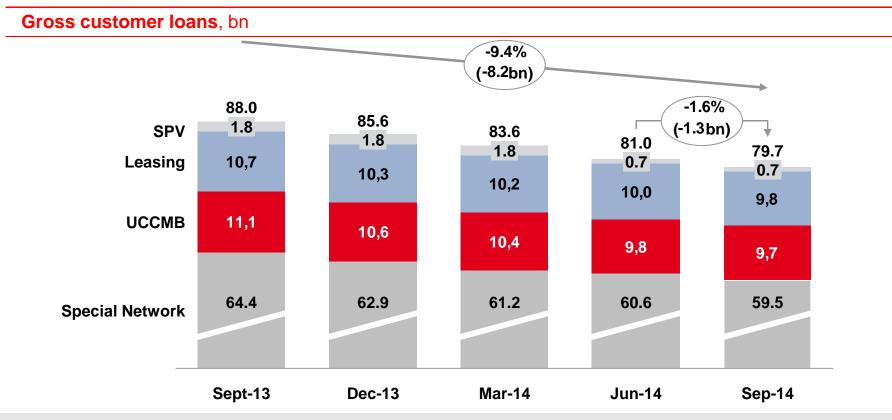




Non Core – Gross customer loans

Gross exposure further down by 1.3bn in 3Q14.

Gross loans down by over 8bn y/y



- 3Q14 embedding natural run off (no relevant disposals)
- Gross customer loans down y/y mainly due to NPLs disposals, exposure reduction and back to Core Bank (at year end 2013)
- Reduction of portfolio in line with targets, thanks to NPLs disposals and back to Core Bank to be assessed and finalized at year end

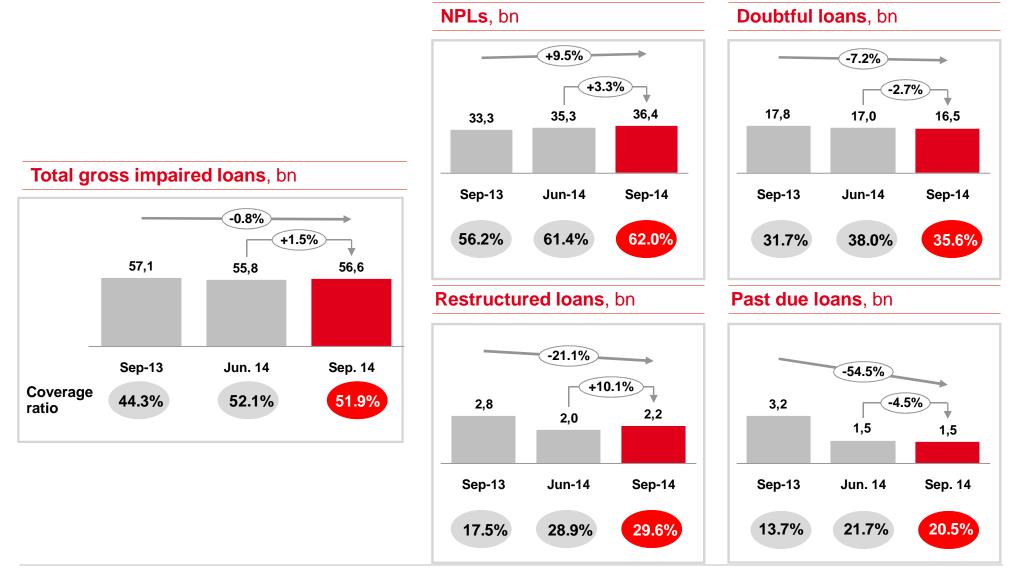




Non Core – Asset quality

Downward trend of impaired loans confirmed y/y.

NPLs up due to internal migrations and other impaired loans down

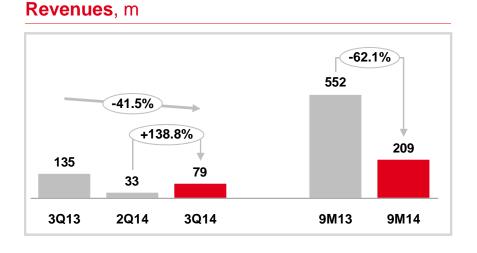


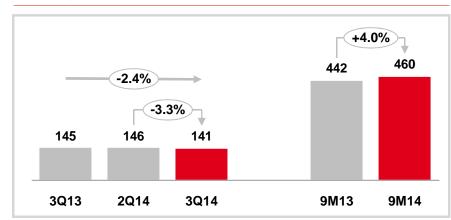




Non Core – Results

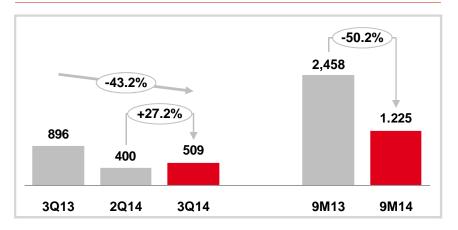
LLP up q/q, embedding the most relevant part of AQR, CoR increased from 310bp to 405bp. Revenues up after negative valuation of equity stake in 2Q14



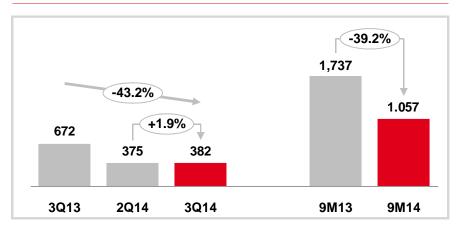


Costs, m

LLP, m



Net loss, m



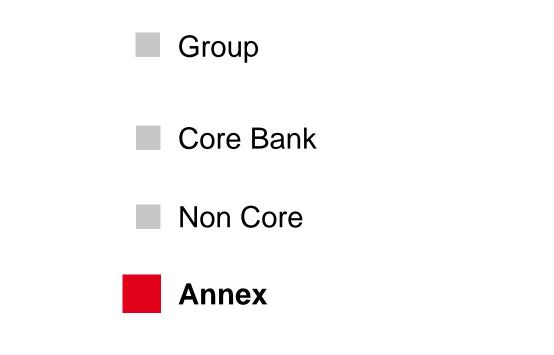




- **3Q14** results support progression towards the target of c.2bn net profit for 2014
- Comprehensive Assessment confirms capital strength and balance sheet resilience with CET1 capital buffer in excess of 10bn
- CET1 ratio fully loaded at 10.4% in 3Q14
- Group Asset Quality trends confirm signs of stabilization, with a reduction in yearly variations of gross impaired loans since 1Q13
- All divisions positively contributed to Core Bank's results. CB Italy showing sound bottom line, supporting the real economy with 9bn in 9M14 medium-long term new loans. TLTRO deployment on track with c.3bn granted from October
- Non Core gross loans down by over 8bn y/y. Conservative coverage ratio of 52% on gross impaired loans, 62% for NPLs. Most relevant part of AQR-related LLP already booked

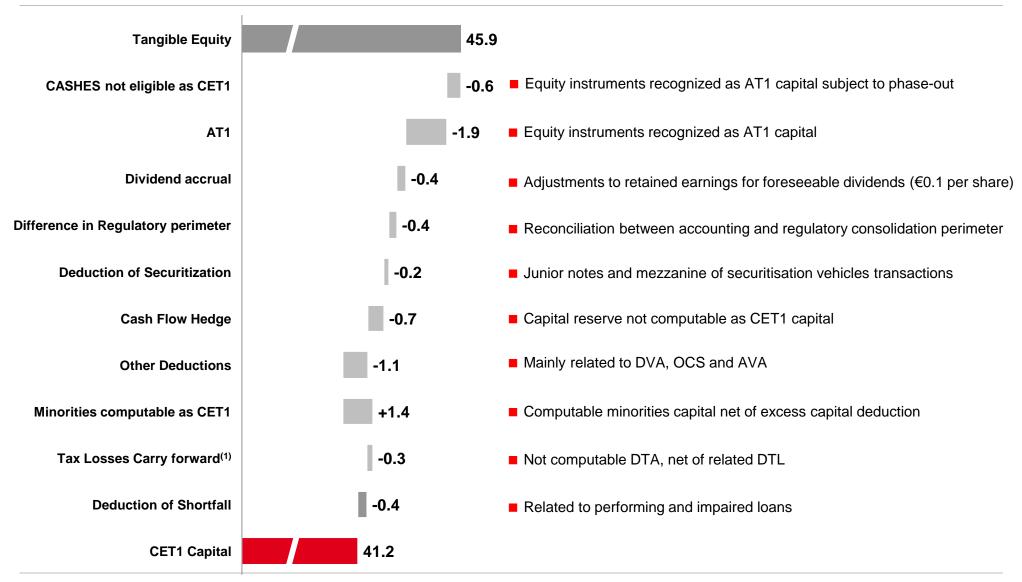








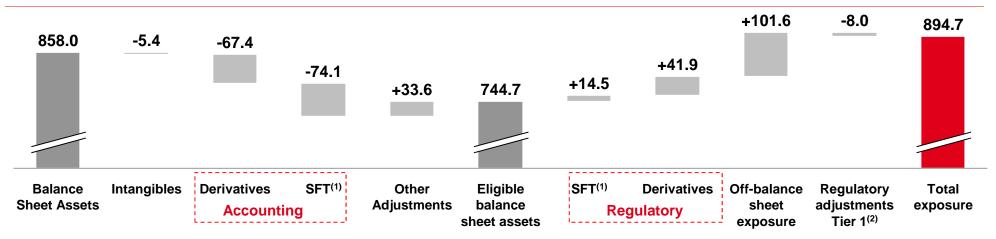
Group - From tangible equity to CET1 capital fully loaded Description of main items as of September 30th 2014



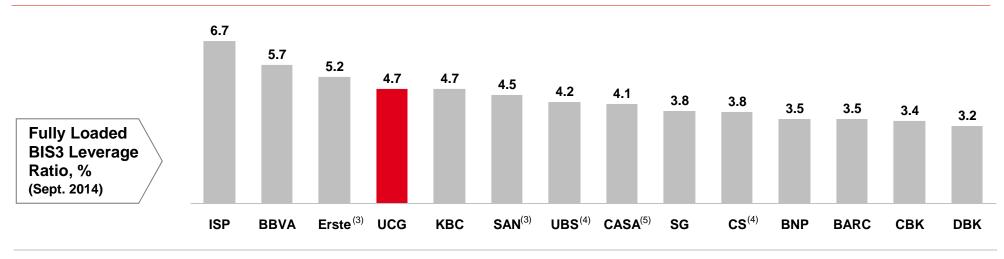
(1) The deduction for DTA related to tax losses carried forward considers the stock of DTA as of September 2014 and does not assume any future reduction due to their utilization.



Fully loaded total exposure, composition



Leverage Ratio



(1) SFT: Securities Financial Transactions, i.e. Repos.

(2) Items already deducted from Tier 1 Capital.

(4) Swiss rules.(5) Data referring to CA Group.



34 (3) Transitional Data.



Group – P&L and Volumes Positive quarterly progression on track towards c.2bn net profit for 2014

Euro (mln)	3Q13	4Q13	1Q14	2Q14	3Q14	∆ % vs. 2Q14		∆ % vs. 3Q13		9M13	9M14	∆ % vs. 9M13	
Total Revenues	5,662	5,770	5,578	5,733	5,551	-3.2%	▼	-2.0%	▼	17,546	16,863	-3.9%	▼
Operating Costs	-3,447	-3,746	-3,510	-3,416	-3,406	-0.3%	▼	-1.2%	V	-10,507	-10,332	-1.7%	▼
Gross Operating Profit	2,215	2,024	2,068	2,317	2,145	-7.4%	▼	-3.1%	▼	7,039	6,531	-7.2%	▼
LLP	-1,482	-9,295	-838	-1,003	-754	-24.9%	▼	-49.1%	▼	-4,186	-2,595	-38.0%	▼
Profit Before Taxes	526	-7,582	1,275	1,171	1,285	9.8%		144.2%		2,362	3,731	57.9%	
Net Profit	204	-14,979	712	403	722	78.9%		253.5%		1,014	1,837	81.3%	
Cost / Income Ratio, %	61%	65%	63%	60%	61%	1.8pp		0.5pp		60%	61%	1.4pp	
Cost of Risk, bps	117bp	753bp	69bp	84bp	64bp	-20bp	▼	-53bp	▼	109bp	72bp	-36bp	▼
RoTE	1.8%	n.m.	6.9%	5.9%	6.8%	0.9pp		5.0pp		3.0%	6.0%	3.0pp	
Customer Loans	504,376	483,684	483,782	474,798	470,356	-0.9%		-6.7%		504,376	470,356	-6.7%	
Direct Funding	544,224	557,379	560,163	561,005	554,908	-1.1%		2.0%		544,224	554,908	2.0%	
Total RWA	399,747	384,755	418,871	398,702	401,238	0.6%		0.4%		399,747	401,238	0.4%	
FTE (#)	132,195	132,122	131,333	130,577	129,958	-0.5%		-1.7%		132,195	129,958	-1.7%	





Core Bank – P&L and Volumes

Net Profit broadly up above 1bn with operational excellence on track and lower cost of risk largely offsetting seasonal slowdown of revenues

Euro (mln)	3Q13	4Q13	1Q14	2Q14	3Q14	∆ % vs. 2Q14		∆ % vs. 3Q13		9M13	9M14	∆ % vs. 9M13	
Total Revenues	5,528	5,631	5,481	5,700	5,473	-4.0%	▼	-1.0%	▼	16,995	16,654	-2.0%	▼
Operating Costs	-3,303	-3,593	-3,338	-3,270	-3,264	-0.2%	▼	-1.2%	▼	-10,065	-9,872	-1.9%	▼
Gross Operating Profit	2,225	2,039	2,142	2,431	2,208	-9.2%	▼	-0.8%	▼	6,929	6,781	-2.1%	▼
LLP	-585	-1,990	-523	-603	-244	-59.5%	▼	-58.2%	▼	-1,728	-1,371	-20.7%	▼
Profit Before Taxes	1,449	-219	1,685	1,697	1,862	9.7%		28.5%		4,737	5,244	10.7%	
Net Profit	876	-10,176	1,013	993	1,104	11.1%		26.0%		2,751	3,110	13.0%	
Cost / Income Ratio, %	60%	64%	61%	57%	60%	2.3pp		-0.1pp	•	59%	59%	0.1pp	
Cost of Risk, bps	53bp	182bp	49bp	56bp	23bp	-33bp	▼	-30bp	▼	51bp	43bp	-8bp	▼
RoAC	10.0%	n.m.	11.5%	11.0%	13.6%	2.7рр		3.6pp		10.3%	12.0%	1.7pp	
Customer Loans	442,211	430,230	431,459	423,907	420,800	-0.7%		-4.8%		442,211	420,800	-4.8%	
Direct Funding	541,821	554,875	557,807	558,620	552,553	-1.1%		2.0%		541,821	552,553	2.0%	
Total RWA	362,576	353,360	383,079	365,239	368,243	0.8%		1.6%	1	362,576	368,243	1.6%	
FTE (#)	130,253	130,147	129,352	128,632	128,035	-0.5%		-1.7%	[130,253	128,035	-1.7%	

Net profit 2Q14 and 9M14 does not include the 215 m impact of the revised tax charge related to valuation of the stake in Banca d'Italia.





Non Core – P&L and Volumes

Quarterly loss broadly stable with higher LLP offsetting improved GOP

Euro (mln)	3Q13	4Q13	1Q14	2Q14	3Q14	∆ % vs. 2Q14		∆ % vs. 3Q13		9M13	9M14	∆ % vs. 9M13	
Total Revenues	135	139	98	33	79	138.8%		-41.5%	▼	552	209	-62.1%	▼
Operating Costs	-145	-153	-172	-146	-141	-3.3%	▼	-2.4%	▼	-442	-460	4.0%	
Gross Operating Profit	-10	-15	-75	-113	-63	-44.7%		508.5%	▼	109	-251	n.m.	▼
LLP	-896	-7,305	-315	-400	-509	27.2%		-43.2%	▼	-2,458	-1,225	-50.2%	▼
Profit Before Taxes	-923	-7,364	-410	-526	-577	9.7%	▼	-37.5%		-2,375	-1,513	-36.3%	
Net Profit	-672	-4,803	-301	-375	-382	1.9%	V	-43.2%		-1,737	-1,057	-39.2%	
Cost / Income Ratio, %	108%	111%	176%	444%	180%	- 264pp	▼	72рр		80%	220%	140pp	
Cost of Risk, bps	568bp	5054bp	239bp	310bp	405bp	95bp		-162bp	▼	504bp	317bp	-188bp	▼
RoAC	n.m.	n.m.	n.m.	n.m.	n.m.	n.m.		n.m.		n.m.	n.m.	n.m.	
Customer Loans	62,165	53,454	52,323	50,892	49,556	-2.6%		-20.3%		62,165	49,556	-20.3%	
Direct Funding	2,403	2,504	2,356	2,384	2,355	-1.2%		-2.0%		2,403	2,355	-2.0%	
Total RWA	37,171	31,395	35,792	33,463	32,995	-1.4%		-11.2%		37,171	32,995	-11.2%	
FTE (#)	1,942	1,974	1,981	1,945	1,923	-1.1%		-1.0%		1,942	1,923	-1.0%	

