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UNICREDIT: RIGHTS ISSUE FULLY SUBSCRIBED

UniCredit S.p.A. ("**UniCredit**") announces that the rights issue for the subscription of 1,606,876,817 newly issued UniCredit ordinary shares (the "**New Shares**" and each a "**New Share**") has been completed.

In particular, during the subscription period (6 February 2017 - 23 February 2017 in Italy and Germany and 8 February 2017 - 22 February 2017 in Poland, the "**Subscription Period**") 616,559,900 subscription rights were exercised in respect of 1,603,055,740 New Shares, representing 99.8% of the total New Shares offered, for an aggregate amount of Euro 12,968,720,936.60.

In accordance with art. 2441, paragraph 3, of the Italian Civil Code, UniCredit offered 1,469,645 rights that were not exercised during the Subscription Period (the "**Unexercised Rights**") on the Italian Stock Exchange (the "**Stock Exchange Offering**"). All of the Unexercised Rights were sold in the Stock Exchange Offering during the first trading session of the Stock Exchange Offering, on 27 February 2017. As a result of the Stock Exchange Offering 3,821,077 shares have been subscribed in respect of 1,469,645 Unexercised Rights, for an aggregate amount of Euro 30,912,512.93, of which 39 shares, in respect of 15 residual Unexercised Rights also as a result of rounding, for an aggregate amount of Euro 315,51, have been subscribed by the underwriters.

Therefore, based on the above, the rights issue results to be fully subscribed for an aggregate amount of Euro 12,999,633,449.53.

Pursuant to art. 2444 of the Italian Civil Code, the certification of the full subscription of the rights issue, including the updated share capital amount, will be filed for registration with the Rome Companies' Register within the timeframe as provided by the law.

Milan, 2 March 2017

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This publication constitutes neither an offer to sell nor a solicitation to buy or subscribe for securities. This communication has been prepared on the basis that any offer of securities in any Member State of the European Economic Area ("EEA") which has implemented the Prospectus Directive (each, a "Relevant Member State"), will be made on the basis of a prospectus approved by the competent authority or notified to the relevant competent authority and published in accordance with the Prospectus Directive (the "Permitted Public Offer") and/or pursuant to an exemption under the Prospectus Directive from the requirement to publish a prospectus for offers of securities.

Accordingly, any person making or intending to make any offer of securities in a Relevant Member State other than the Permitted Public Offer, may only do so in circumstances in which no obligation arises for UniCredit or any of its consolidated subsidiaries or any of the Joint Global Coordinators, the Co-Global

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Coordinators or the Joint Bookrunners or any of the managers to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer.

The expression "Prospectus Directive" means Directive 2003/71/EC (this Directive and amendments thereto, including Directive 2010/73/EC, to the extent implemented in the Relevant Member State, together with any implementing measures in any member state).

The Prospectus (including the Supplement thereto) is available on the Company's website www.unicreditgroup.eu, as well as at the Registered Office of UniCredit S.p.A., at Via A. Specchi, 16, Rome, at the Head Office of UniCredit S.p.A., at Piazza Gae Aulenti 3 – Tower A, Milan.