

ABSTRACT OF NOTICE TO CONVENE AN ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

(in accordance with Art. 125-bis, paragraph 1 of Legislative Decree No. 58/1998)

An Ordinary General Meeting of the Shareholders of Unione di Banche Italiane Società per azioni (abbreviated to UBI Banca S.p.A. and hereinafter also the "Bank" or the "Company") is convened at the "Corrado Faissola" Conference Hall of the Brescia Operating Headquarters of the Bank (the entrance is at 11, Piazza Monsignor Almicci) for 10 a.m. on **15th October 2020** in a single call to discuss and resolve upon the following

agenda

1. Appointment of members of the Board of Directors and the Management Control Committee for the years 2020-2021-2022 on the basis of slates of candidates presented by shareholders; relative and consequent decisions.
2. Determination of remuneration for members of the Board of Directors and members of the Management Control Committee in accordance with Art. 23 of the Articles of Association.
3. Termination by consent of the engagement of Deloitte & Touche S.p.A for the external statutory audit of the accounts of UBI Banca S.p.A. for the nine-year period 2012-2020.
4. Engagement of auditors for the external statutory audit for the years 2020-2028 and determination of the fee.

In accordance with Art. 71 of Decree Law No. 104 of 14th August 2020 and Art. 106 of Decree Law No. 18 of 17th March 2020, converted with amendments by Law No. 27 of 24th April 2020, participation in the Shareholders' General Meeting and voting by those who hold the right shall take place exclusively through the Designated Proxy Holder pursuant to Art. 135-undecies of Legislative Decree No. 58 of 24th February 1998 (the "Consolidated Finance Law"). Proxies or sub-proxies within the meaning of article 135-novies of the Consolidated Finance Law, as an exception to article 135-undecies, paragraph 4 of the Consolidated Finance Law, may also be conferred on the aforementioned Designated Proxy Holder, which is Computershare S.p.A.. In any event, granting of a proxy to the Designated Proxy Holder shall be free of charge.

Information on share capital and also information on procedures and time limits for:

- participation and voting in the Shareholders' General Meeting,
- exercise of the right to make additions to the agenda, the right to submit new proposals for resolutions and the right to submit questions on the items on the agenda,
- appointment of members of the Board of Directors and of the Management Control Committee,
- where to find documentation on items on the agenda and additional material relating to the shareholders meeting,

is given in the full notice to convene available on the website of the Bank (www.ubibanca.it – Shareholders Section). The record date has been set at 6th October 2020.

With regard to the information contained in the notice to convene, it is hereby stated that if the listing of the Bank's shares is revoked between the date of publication of the notice and the date of the Shareholders' General Meeting, the Bank reserves the right to make additions to the notice to convene, with participation and voting procedures corresponding to the applicable legislation and regulations.

This abstract is published in the daily newspapers "Il Sole 24 Ore", "Corriere della Sera" and "Financial Times".