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**SHAREHOLDERS' PACT
RELATING TO UNIONE DI BANCHE ITALIANE S.P.A.**

Abstract in accordance with Art. 122, paragraph 1, letter b) of Legislative Decree No. 58 of 24th February 1998 and Art. 129 and 131 of Consob Regulation No. 11971 of 14th May 1999 (hereinafter the “Issuers Regulations”).

On 30th May 2016 a General Meeting of the “*Patto dei Mille*” (the “Pact of the Thousand”, hereinafter the “Pact”) relating to Unione di Banche Italiane s.p.a., a listed company with headquarters at 8 Piazza Vittorio Veneto, Bergamo, tax code and VAT No. 03053920165, with fully paid-up share capital of €2,254,371,430 (hereinafter “UBI Banca”), approved the following:

- a) the appointment of *dott. Matteo Zanetti* and Mr. Angelo Radici to the positions of President and Vice President of the Pact respectively;
- b) the introduction of some amendments to the regulations for the bodies and officers of the Pact and the duties assigned to them as well as to those for the right of withdrawal;
- c) the adherence of 6 shareholders who bound 333,647 ordinary shares.

At the same time, some of the shareholders already adhering to the Pact increased the number of shares pledged.

On 1st June 2016 88 shareholders had therefore adhered to the Pact who had therefore pledged a total of 27,102,426 ordinary shares, accounting for 3.006% of the total voting rights representing the share capital of UBI Banca.

In accordance with Art. 130 of the Issuers’ Regulations, further information on the Pact is published on the website www.ubibanca.it.

Bergamo, 1st June 2016