

**FORM FOR REPORTING CHANGES IN THE SHARE CAPITAL**  
**Announcement of changes in share capital**  
**UBI BANCA SCPA**  
**Bergamo – 8, Piazza Vittorio Veneto**

We inform you of the new composition of the share capital (fully subscribed and paid in) following the request for partial conversion of the convertible notes “*UBI 2009/2013 convertibile con facoltà di rimborso in azioni*”.

UBI 2009/2013 notes with a nominal value of €204 were converted into 16 new UBI Banca shares on 5<sup>th</sup> February 2013.

The new share capital therefore amounts to €2,254,367,552.50 – divided into 901,747,021 shares of €2.50 each.

The relative filing with the Bergamo Company Registrar was performed on 25/2/2013.

**TABLE 1**

	<i>Current share capital</i>			<i>Previous share capital</i>		
	<i>euro</i>	<i>No. shares</i>	<i>Nominal value per share</i>	<i>euro</i>	<i>No. shares</i>	<i>Nominal value per share</i>
Total of which:						
Ordinary shares normal dividend entitlement from: 1/1/2012 current coupon number: 14	2,254,367,552,50	901,747,021	2.50	2,254,367,512,5	901,747,005	2.50
Ordinary shares (different dividend entitlement: [date]) current coupon number:	= =					
Privileged shares (normal dividend entitlement from: [date]) current coupon number:	= =					
Privileged shares (different dividend entitlement: [date]) current coupon number:	= =					
Convertible savings shares (normal dividend entitlement from: [date]) current coupon number:	= =					
Convertible savings shares (different dividend entitlement: [date]) current coupon number:	= =					
Non convertible savings shares (normal dividend entitlement from: [date]) current coupon number:	= =					
Non convertible savings shares (different dividend entitlement: [date]) current coupon number:	= =					

**TABLE 2<sup>2</sup>**

	<i>No. shares/rights converted/exercised</i>	<i>No. remaining shares/rights outstanding</i>
Convertible bonds	16	50,128,224
Convertible savings shares	= =	= =
Convertible privileged shares	= =	= =
Warrants	= =	= =

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<sup>2</sup> This table must be compiled in addition to Table 1, if the change in the share capital is the result of the conversion of convertible bonds or the exercise of warrants for the subscription or conversion of shares into shares of another class.