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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 27th May 2019 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 €2,843,177,160.24, (hereinafter “UBI Banca”), approved the following:

- a) the appointment of the notary *dott.* Armando Santus and Mr. Angelo Radici to the positions of President and Vice President of the Pact respectively;
- b) to increase the number of members of the Steering Committee;
- c) to appoint the following persons as members of the Steering Committee: Gianfranco Andreoletti, Domenico Bosatelli, Giuseppe Pilenga, Roberto Sestini, Matteo Tiraboschi and Matteo Zanetti;
- d) the adherence of 6 shareholders who bound 39,364,000 ordinary shares.

At the same time, some of the shareholders already adhering to the Pact increased the number of shares pledged, while one shareholder notified his wish to withdraw from the Pact.

On 27th May 2019, 95 shareholders adhered to the pact, who as a whole pledged 79,413,170 ordinary shares to it, accounting for 6.940% of the total voting rights representing the share capital of UBI Banca. Those adherents to the Pact who have contributed shares representing more than 1% of the total voting rights include the following:

- Mr Gianfranco Andreoletti and the companies related to him who have pledged a total of 11,450,000 ordinary shares (1.001% of the shares with voting rights);
- the Radici family (the heirs of Gianni Radici) and the companies related to them, who have pledged a total of 11,587,090 ordinary shares (1.013% of the shares with voting rights);
- Polifin s.p.a., controlled by *cav.* Domenico Bosatelli, which has pledged 30,000,000 ordinary shares (2.622% of the shares with voting rights).

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

Bergamo, 27th May 2019