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PRESS RELEASE

UniCredit launches accelerated bookbuilding of its total stake in Mediobanca

In line with the strategy to divest non-strategic assets, UniCredit S.p.A. ("**UniCredit**"), today announces the launch of a placement of ordinary shares in Mediobanca – Banca di Credito Finanziario S.p.A. ("**Mediobanca**" or the "**Company**"), representing ca. 8.4 per cent. of the Company's existing share capital, equivalent to the entire shareholdings held by UniCredit in the Company (the "**Placement**"). The Placement will be made to certain institutional investors by way of an accelerated bookbuilding process.

Bookbuilding will commence immediately. UniCredit reserves the right to change the terms or timing of the Placement at any time.

BofA Securities, Morgan Stanley and UniCredit Corporate & Investment Banking have been appointed by UniCredit to act as Joint Bookrunners of the Placement. As part of the mandate, UniCredit has requested placement to a diversified investor order book and committed not to interfere with the allocation of the shares.

UniCredit is committed to supporting the real economies in its various markets. The proceeds of the disposal will be reinvested in the development of its client businesses

UniCredit S.p.A.

Milan, 6 November 2019

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In any EEA Member State, this communication is only addressed to and is only directed at qualified investors in that Member State within the meaning of Article 2(e) of Regulation (EU) 2017/1129 (the "Prospectus Regulation"). In the United Kingdom this announcement is directed exclusively at Qualified Investors (i) who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Order") or (ii) who fall within Article 49(2)(A) to (D) of the Order, and (iii) to whom it may otherwise lawfully be communicated; any other persons in the United Kingdom should not take any action on the basis of this announcement and

should not act on or rely on it. This announcement is not an offer of securities or investments for sale nor a solicitation of an offer to buy securities or investments in any jurisdiction where such offer or solicitation would be unlawful. No action has been taken that would permit an offering of the securities or possession or distribution of this announcement in any jurisdiction where action for that purpose is required. Persons into whose possession this announcement comes are required to inform themselves about and to observe any such restrictions.

In connection with any offering of the shares of Mediobanca – Banca di Credito Finanziario S.p.A. (the "Shares"), the Joint Bookrunners and any of its affiliates acting as an investor for its own account may take up as a proprietary position any Shares and in that capacity, may retain, purchase or sell for their own account such Shares. In addition, the Joint Bookrunners or its affiliates may enter into financing arrangements and swaps with investors in connection with which the Joint Bookrunners (or its affiliates) may from time to time acquire, hold or dispose of Shares.

The Joint Bookrunners do not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligation to do so.

The Joint Bookrunners are each acting exclusively for the Seller in the transaction referred to in this announcement and for no-one else in connection with any transaction mentioned in this announcement and will not regard any other person (whether or not a recipient of this announcement) as a client in relation to any such transaction and will not be responsible to any other person for providing the protections afforded to their respective clients, or for advising any such person on the contents of this announcement or in connection with any transaction referred to in this announcement.

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