



THE UBI BANCA GROUP

UBI Banca - Unione di Banche Italiane UBI Banca - is the banking group formed on 1st April 2007 from the merger of the expertise and experience of the BPU Group – Banche Popolari Unite – and that of the Banca Lombarda e Piemontese Group. The history of the Group is the result of a succession of mergers which led banks with strong roots in their local communities to become the significant reality that exists today.

The Group has **1,555 branches in Italy, 17,745 employees** and **approx. 3.6 million customers**, mainly Retail. **UBI Banca is the fifth largest banking Group in Italy by number of branches** (5.1% the National market share in terms of branches) and **third commercial Group by market cap¹**, furthermore **second player by number of branches in Lombardy** (which generates over 20% of Italian GDP).

The Group employs an integrated and federal organisational model:

- ✓ **UBI Banca, the parent**, listed on the Milan Stock Exchange, **centralises, in addition to Group governance and control functions, commercial and credit co-ordination**, treasury, finance, risk management, IT, organization, logistics and purchasing;
- ✓ **7 network banks, specialised** in banking business in their respective historical local markets, the true patrimony of the Group; they provide multi-regional market coverage;

UBI Banca Popolare di Bergamo	350 branches
UBI Banco di Brescia	288 branches
UBI Banca Popolare Commercio & Industria	196 branches
UBI Banca Regionale Europea	207 branches (+3 abroad)
UBI Banca di Valle Camonica	65 branches
UBI Banca Popolare di Ancona	208 branches
UBI Banca Carime	216 branches

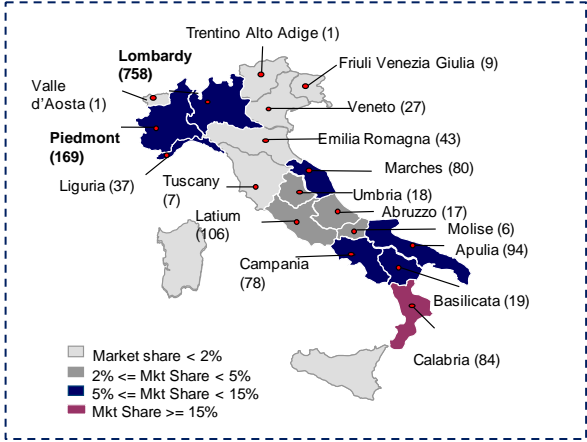
- ✓ a bank specialized in wealth management and advisory services for individuals and families, **IWBank Private Investments**, formed following the merger of IW Bank into UBI Banca Private Investment on 25 May 2015;

IWBank PRIVATE INVESTMENTS	21 branches, ~ 809 financial advisors
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- ✓ broad range of **product companies²** that specialise in the creation and provision of specific financial products. They operate in the following sectors: asset management, *bancassurance*, leasing, factoring, services to businesses.

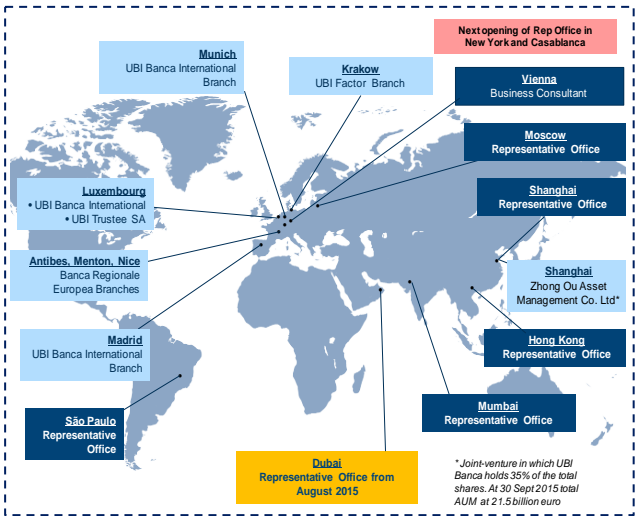
Partnership con Aviva Partnership con Cattolica Life Bancassurance	UBI Leasing Leasing
UBI Factor Factoring	UBI Pramerica Partnership with Prudential US Asset management

THE DOMESTIC NETWORK



THE INTERNATIONAL PRESENCE

The Group also has an **international presence** through its bank branches (6), representative offices and asset management and factoring companies designed to assist customers with their business abroad



RATINGS³

S&P BBB-/A-3/Stable	Moody's Baa2/P-2/Stable
Fitch Ratings BBB/F3/Stable	DBRS BBB (high)/R-1 (low)/Stable

¹ Source: "Il Sole 24 Ore", 16 December 2015 ² Centrobanca was merged into UBI Banca on 6 May 2013. JV on bancassurance sector are under streamlining processes; for more details please see related press releases dated 16 April 2014 and 6 August 2014 ³ As at 25 November 2015.

CORPORATE GOVERNANCE

UBI Banca – Unione di Banche Italiane is a Joint Stock Company as from the 12th of October 2015. The transformation from cooperative was approved by a general meeting of the shareholders on 10th October 2015, after the enactment of the recent Law No. 33 of 24th March 2015, which establishes that cooperative banks with total assets above 8€ bln must transform into Joint Stock Companies⁴.

UBI Banca has **approx. 147 thousand shareholders**.

UBI Banca is listed on the Milan Stock Exchange and included, among others, in the FTSE/MIB and in the FTSE4Good indexes.

UBI Banca's governance model is based on a "dualistic" system.

Under this dualistic governance system a shareholders' meeting appoints a **Supervisory Board**, which then appoints a **Management Board**.

In particular:

The Supervisory Board combines in itself some of the powers typical of a shareholders' meeting, the functions of a board of statutory auditors and some of the powers of senior management. It therefore performs the duties of strategic policy-making and supervision, including supervision of performance and operations in a broader sense than that typically performed by a statutory board of auditors in a "traditional" system of management and supervision;

The Management Board has exclusive responsibility for the management of the company and for performing all those operations necessary for implementing the business purpose of the company in compliance with the general strategies and plans drawn up by the Supervisory Board.

SUPERVISORY BOARD

Andrea Moltrasio *Chairman*
Mario Cera *Senior Deputy Chairman*
Alberto Folonari *Deputy Chairman*
Armando Santus *Deputy Chairman*
Dorino Marino Agliardi
Antonella Bardoni
Letizia Bellini Cavalletti
Marina Brogi
Pierpaolo Camadini
Luca Vittorio Cividini
Alessandra Del Boca
Ester Faia
Marco Giacinto Gallarati
Carlo Garavaglia
Gianluigi Gola
Lorenzo Renato Guerini
Alfredo Gusmini
Federico Manzoni
Mario Mazzoleni
Enrico Minelli
Sergio Pivato
Andrea Cesare Resti
Maurizio Zucchi

MANAGEMENT BOARD

Franco Polotti *Chairman*
Giorgio Frigeri *Deputy Chairman*
Victor Massiah *Chief Executive Officer*
Silvia Fidanza
Luciana Gattinoni
Italo Lucchini
Flavio Pizzini
Elvio Sonnino

GENERAL MANAGEMENT

Victor Massiah *General Manager*
Deputy General Manager:
Elvio Sonnino (Senior)
Rossella Leidi
Ettore Medda

MAIN P&L FIGURES

<i>in mln€</i>	3Q15	chg % y/y
Operating Income	2,467	-3.5%
Operating expenses	-1,542	-1.3%
Net Operating Income	925	-7.0%
Loan Loss Provisions	-558	-10.9%
Pre-Tax Profit	314	-13.4%
Net Profit	162	+8.1%

MAIN BALANCE SHEET FIGURES

<i>in mln€</i>	31 Dec 2014	30 Sept 2015
Loans to Customers	85,644	83,834
Direct Funding	93,207	89,022
Total Assets	121,787	115,689
Net Equity <i>(including net profit)</i>	10,530	10,073

MAIN RATIOS

	30 Sept '15
Leverage (Basel 3) <i>(Phased in)</i>	6.22%
CET I ratio <i>(Phased in)</i>	13.00%
Tier I ratio <i>(Phased in)</i>	13.00%
Total Capital Ratio <i>(Phased in)</i>	15.31%
NSFR	>1
LCR	>1
Loan/Deposit Ratio	94.2%
NPL Ratio	5.06%

Dividends

(639 mln shares until 2010, 901 mln shares from 2011)

	2007	2008	2009	2010	2011	2012	2013	2014	2015
<i>Dividend (in€)</i>	0,80	0,95	0,45	0,30	0,15	0,05	0,05	0,06	0,08

CONTACTS

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