

Bergamo, 4th March 2016 – In accordance with articles 65-quinquies, 65-sexies and 65-septies of the Issuers’ Regulations, UBI Banca discloses to the public an abstract of an “*Agreement concerning the exercise of voting rights in the Shareholders’ Meeting convened for 2nd April 2016 of UBI Banca S.p.A., in accordance with Art. 122, paragraph 1 of Legislative Decree 58/1998*” as received today at UBI Banca in accordance with article 122, paragraph 1, letter d) of the Consolidated Finance Act.

**ABSTRACT OF AN AGREEMENT CONCERNING
THE EXERCISE OF VOTING RIGHTS IN THE SHAREHOLDERS’ MEETING
CONVENED FOR 2ND APRIL 2016 OF UBI BANCA S.P.A.,
IN ACCORDANCE WITH ART. 122, PARAGRAPH 1
OF LEGISLATIVE DECREE NO. 58/1998**

An agreement was signed between the adherents to the shareholders’ pacts relating to UBI BANCA S.p.A., essential information on which may be found on the website mentioned below,

- Sindacato Azionisti Ubi Banca S.p.A.,
- Patto dei Mille

and

- Fondazione Cassa di Risparmio di Cuneo, with headquarters at 17, Via Roma, Cuneo,

on 3rd March 2016, having the nature of a shareholders’ voting pact in accordance with Art. 122, paragraph one of the Consolidated Finance Act No. 58/1998 for the formation, filing and vote of a list and of its candidates as well as the first two on the list for the positions of Chairman and Deputy Chairman respectively, for the appointment of the Supervisory Board of UBI Banca S.p.A., (a listed company with headquarters at 8, Piazza Vittorio Veneto, Bergamo, registered with the Bergamo Company Registrar, with fully paid-up share capital of €2,254,371,430.00, represented by 901,748,572 shares all with voting rights) on the occasion of the Shareholders’ Meeting convened for 2nd April 2016 of the aforementioned company.

The agreement is between an overall group of 256 shareholders representing 153,674,628 shares accounting for 17.04% of the share capital with voting rights of Unione di Banche Italiane S.p.A..

Of those parties who adhered to the agreement the following, listed in order of the percentage held, own more than 1% of the share capital of UBI Banca:

- Fondazione Cassa di Risparmio di Cuneo, which holds 20,110,215 shares (2.23% of the UBI Banca shares with voting rights);
- Fondazione Banca del Monte di Lombardia, which holds 14,411,631 shares (1.598% of the UBI Banca shares with voting rights) all pledged to the Sindacato Azionisti UBI Banca S.p.A.;
- Upifra S.A., which holds 9,710,178 shares (1.077% of the UBI Banca shares with voting rights) of which 9,000,000 pledged to the Sindacato Azionisti UBI Banca S.p.A. and 710,178 shares not pledged.

The list for the appointment of the Supervisory Board of UBI Banca for the three-year period 2016-2018 on the occasion of the Shareholders’ Meeting convened for 2nd April 2016, which will be submitted following the agreement, is composed as follows:

1. Andrea MOLTRASIO
2. Mario CERA
3. Armando SANTUS

4. Gian Luigi GOLA
5. Pietro GUSSALLI BERETTA
6. Pierpaolo CAMADINI
7. Letizia BELLINI
8. Renato GUERINI
9. Giuseppe LUCCHINI
10. Francesca BAZOLI
11. Sergio PIVATO
12. Alessandra DEL BOCA
13. Luciana GATTINONI
14. Simona PEZZOLO DE ROSSI
15. Antonella BARDONI.

The duration of the Agreement is until the end of the proceedings of the aforementioned Shareholders' Meeting of 2nd April 2016 of UBI Banca.

The Agreement is published in accordance with Art. 130 of the Consob (Italian securities market authority) Issuers' Regulation No. 11971/1999 on the website www.ubibanca.it and it will be filed with the Bergamo Company Registrar.

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Copy of this press release is available on the website www.ubibanca.it