

To
UniCredit S.p.A.
Via A. Specchi 16
00187 Rome, Italy

PROXY FOR ATTENDANCE
AT THE UNICREDIT S.P.A. ORDINARY AND EXTRAORDINARY SHAREHOLDERS'
MEETING¹
on April 14, 2016

I/The signatory ² _____

born in _____ on _____
or

Designation/Company Name ³ _____

Residence or Registered Office: (Town) _____
(Street name) _____

Tax no. / VAT reg. no. _____

GRANT A PROXY TO

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_____ to represent me/us at the above Shareholders' Meeting and to exercise voting rights for the
_____ UniCredit S.p.A. ordinary shares

held in the securities account ⁵ no. _____ at _____ ABI no. _____ CAB no. _____

pursuant to notification ⁶ no. _____ executed by _____

I, the signatory, ⁷ _____

DECLARE that I am the holder of the voting rights given by the above-stated shares and that I execute this proxy as a (tick the appropriate box):

legal representative (*) - secured creditor - receiver of contango - usufructuary - manager -
 custodian

attorney empowered to issue sub-proxies (*) other (*) (please specify)

The holder of the shares is: ⁸ _____

(*) Please attach the documentation proving the title to the voting rights.

Identity document⁹ _____ issued by _____
no. _____

Date _____ Signature _____

The proxy holder

may be substituted by _____

may appoint a substitute pursuant to Sec. 135-*novies* of the Legislative Decree no. 58/98

may NOT be substituted

Signature _____

Information on form filling-in and dispatch

1. *The original of this proxy must be executed and delivered to the proxy holder. Upon receipt of this accreditation, the proxy holder must deliver the original proxy to the Company, or deliver/send a copy of the proxy (electronic format admissible) certifying both compliance with the original and the identity of the proxy-issuing party pursuant to Sec. 135-novies of the Legislative Decree no. 58/98. The voting proxy granted by means of a document in electronic format with a digital signature according to Sec. 21, Sub-sec. 2, of the Legislative Decree no. 82/05, may be notified to the Company via e-mail to the address ShareholdersDelegation@unicredit.eu.*
2. *For individuals, please indicate the proxy-issuing party's last name and first name.*
3. *For legal entities, please indicate the designation/company name of the proxy-issuing party.*
4. *Please indicate the proxy holder's last name, first name and personal data, or alternatively its designation/company name.*
5. *Please give the securities account number, the company name of the custodian broker, and the relevant bank sort codes (ABI and CAB in Italy).*
6. *If available at the time of proxy issue, please give the details of the notification executed by the broker including the broker's company name and, if it differs from the name of the securities account custodian, its company name.*
7. *Please indicate the last name and first name or designation/company name of the signatory voting rights holder, and his/her title **solely if this differs from the name in which the shares are held**.*
8. *Please indicate the name and surname or designation/company name of the shareholder.*
9. *Please give the particulars of a valid identity document of the person executing the proxy.*