

Informazione Regolamentata n. 0263-99-2015	Data/Ora Ricezione 13 Aprile 2015 17:33:14	MTA
--	---	-----

Societa' : UNICREDIT  
Identificativo : 56303  
Informazione  
Regolamentata  
Nome utilizzatore : UNICREDITN05 - Berneri  
Tipologia : AVVI 16  
Data/Ora Ricezione : 13 Aprile 2015 17:33:14  
Data/Ora Inizio : 13 Aprile 2015 17:48:15  
Diffusione presunta  
Oggetto : Ordinary and Extraordinary Shareholders'  
Meeting on 13th May 2015

*Testo del comunicato*

Vedi allegato.

**PRESS RELEASE****Ordinary and Extraordinary Shareholders' Meeting on 13th May 2015**

UniCredit S.p.A. informs you that there has been published today on the Company website at <https://www.unicreditgroup.eu/en/governance/shareholders-meeting/may-13--2015-meeting.html> the documentation concerning the following items on the agenda of both the ordinary session of the above Shareholders' Meeting:

2. Allocation of the UniCredit S.p.A. 2014 net profit of the year;
3. Distribution of a dividend from Company profit reserves in the form of a scrip dividend;
7. 2015 Group Compensation Policy;
8. 2015 Group Incentive System;
9. UniCredit Long Term Incentive Plan for the UniCredit Top Management;
10. Group Termination Payments Policy;
11. UniCredit Group Employee Share Ownership Plan 2015 (Plan "Let's Share for 2016");

and of the extraordinary session of the same Shareholders' Meeting:

1. Capital increase for no consideration pursuant to article 2442 of the Italian Civil Code to service of the payment of a dividend from profit reserves, in the form of a scrip dividend, to be implemented through the issue of ordinary shares and savings shares to be assigned, respectively, to the holders of ordinary shares and the holders of savings shares of the Company, without prejudice to any request for payment in cash; ensuing amendments to the Company By-laws;
2. Amendments to clauses 6, 8, 20, 23 and 30 of the Articles of Association;
3. Delegation to the Board of Directors, under the provisions of section 2443 of the Italian Civil Code, of the authority to resolve in 2020 to carry out a free capital increase, as allowed by section 2349 of the Italian Civil Code, for a maximum amount of € 32,239,804.21 corresponding to up to 9,500,000 UniCredit ordinary shares to be granted to the Personnel of the Holding Company and of Group banks and companies, in order to complete the execution of the 2014 Group Incentive System; consequent amendments to the Articles of Association;
4. Delegation to the Board of Directors, under the provisions of section 2443 of the Italian Civil Code, of the authority to resolve, on one or more occasions for a maximum period of five years starting from the date of the shareholders' resolution, to carry out a free capital increase, as allowed by section 2349 of the Italian Civil Code, for a maximum amount of € 100,075,594.87 corresponding to up to 29,490,000 UniCredit ordinary shares to be granted to the Personnel of the Holding Company and of Group banks and companies in execution of the 2015 Group Incentive System; consequent amendments to the Articles of Association.

Milan, 13<sup>th</sup> April 2015

**Enquiries:**

Investor Relations

Tel +39 02 8862.4324

e mail: [InvestorRelations@unicredit.eu](mailto:InvestorRelations@unicredit.eu)

Media Relations

Tel +39 02 88623569

e-mail: [MediaRelations@unicredit.eu](mailto:MediaRelations@unicredit.eu)

Fine Comunicato n.0263-99

Numero di Pagine: 3