

ATTACHMENT A

Declaration relating to the absence of connecting relationships

With reference to the deposit of the attached list of candidates to the office of members of the Supervisory Board of Unione di Banche Italiane S.p.A. (“**UBI**” or the “**Bank**”) for the years 2016-2017-2018 and in compliance with the provisions of Art. 144-*sexies*, paragraph 4, letter b) of the Issuers’ Regulations,

the shareholder, with registered address at, in the person of its legal representative or (if a natural person) domiciled at, the owner of shares representing% of the share capital of UBI,

or

the shareholders:

-, with registered address at, in the person of its legal representative or (if a natural person) domiciled at, the owner of shares representing% of the share capital of UBI

-, with registered address at, in the person of its legal representative or (if a natural person) domiciled at, the owner of shares representing% of the share capital of UBI

-, with registered address at, in the person of its legal representative or (if a natural person) domiciled at, the owner of shares representing% of the share capital of UBI

-, with registered address at, in the person of its legal representative or (if a natural person) domiciled at, the owner of shares representing% of the share capital of UBI

the owners of a total of shares representing% of the share capital of UBI,

declares/declare:

- that the following connecting relationships are considered to exist/not to exist with the shareholder/s who on the basis of communications of significant shareholdings pursuant to Art. 120 of Legislative Decree No. 58/1998 (the “**Consolidated Finance Act**”) or of the publication of shareholders’ pacts

in accordance with Art. 122 of that same legislative decree, to be found as of today's date on the corporate website of UBI in the “*Investor Relations*” section and the “*Shareholders*” section and on the website of *the Commissione Nazionale per le Società e la Borsa* (Italian securities market authority) holds/hold, even jointly, a controlling or majority shareholding in the Bank:

- (a) relationships of kinship: yes no
 - (b) belonging to the same Group: yes no
 - (c) relationships of control between a company and those who control it jointly: yes no
 - (d) connecting relationships within the meaning of Art. 2359, paragraph 3 of the Italian Civil Code, even with parties belonging to the same Group: yes no
 - (e) the performance by a shareholder of operational or management functions with the assumption of key responsibilities in a Group that another shareholder belongs to: yes no
 - (f) adherence to the same shareholders pact specified by Art. 122 of the Consolidated Finance regarding UBI shares, those of a Parent of the latter or of one of its subsidiaries: yes no
- having considered Consob Communication No. 9017893 of 26th February 2009, the following connecting relationships with the aforementioned controlling or relative majority shareholder/s are considered to exist/not to exist but not to be significant:
- (a) adherence in the recent past, even by companies of their respective groups, to a shareholders pact specified by Art. 122 of the Consolidated Finance Act regarding UBI shares or those of a company in the UBI Group:
yes no yes, but not significant
 - (b) adherence, even by companies of their respective groups, to the same shareholders pact regarding shares of third-party companies:
yes no yes, but not significant
 - (c) the existence of direct or indirect shareholdings and the possible presence of direct or indirect crossholdings even between companies of their respective groups:
yes no yes, but not significant
 - (d) having held positions, even in the recent past, in the management and supervisory bodies of companies of the Group of a controlling or relative majority shareholder (or shareholders), and also working or having worked in the recent past as an employee of those companies:
yes no yes, but not significant
 - (e) having formed part, either directly or through representatives, of the list submitted by shareholders who even jointly hold a controlling or relative majority shareholding in relation to the preceding election of the management or supervisory bodies:
yes no yes, but not significant
 - (f) having participated, in the preceding election of the management or supervisory bodies, in the submission of a list with shareholders who even jointly hold a controlling or relative majority shareholding or having voted for a list submitted by the latter:
yes no yes, but not significant
 - (g) holding or having held in the recent past commercial, financial (where these do not fall within the normal activities of a financier) or professional relations:

yes no yes, but not significant

(h) the presence in the list deposited of candidates who are or have been in the recent past executive directors or senior managers with key responsibilities of the controlling or relative majority shareholder (all shareholders) of companies that form part of the respective groups:

yes no yes, but not significant

With regard to the relationships listed above, where one or more are declared as existing but not significant, please indicate separately for each of them the following reasons why these do not determine the existence of connecting relationships pursuant to Art. 148, paragraph 2 of the Consolidated Finance Act and to Art. 144-*quinquies*, of the Issuers' Regulations:

Place and date

Signature
