

***This is an English courtesy translation of the original documentation prepared in Italian language.***

***Please consider that only the original version in Italian language has legal value.***

**Facsimile for declaration relating to the absence of connecting relationships**

With reference to filing the attached slate of candidates to the office of members of the Board of Directors and of the Management Control Committee of *Unione di Banche Italiane Società per azioni* (“**UBI**” or the “**Bank**”) for the financial years 2019-2020-2021 and in compliance with the provisions of Art. 144-*sexies*, paragraph 4, letter b) of the Issuers’ Regulations and with Consob Communication No. 9017893 of 26<sup>th</sup> February 2009,

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 their 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 their 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 their 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 their 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 Law”) 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) party 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 26<sup>th</sup> February 2009, the following connecting relationships with the aforementioned controlling or relative majority shareholder/s are considered to exist/not to exist/to exist but not to be significant:
    - (a) a party in the recent past, even by companies of their respective groups, to a shareholders' pact specified by Art. 122 of the Consolidated Finance Law regarding UBI shares or those of a company in the UBI Group:  
yes  no  yes, but not significant
    - (b) a party, 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 slate with shareholders who even jointly hold a controlling or relative majority shareholding or having voted for a slate 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 slate filed 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 (or shareholders) of companies that form part of the respective groups:  
yes  no  yes, but not significant

