

Final Terms

dated 30 May 2018

UniCredit Bank AG

Issue of Bonus Cap Worst of Certificates

(the "**Securities**")

under the

Euro 50,000,000,000

**Debt Issuance Programme of
UniCredit Bank AG**

*These final terms (the "**Final Terms**") have been prepared for the purposes of Article 5 para. 4 of the Directive 2003/71/EC, at the date of the Base Prospectus (the "**Prospectus Directive**") in connection with Section 6 para. 3 of the German Securities Prospectus Act, at the date of the Base Prospectus (Wertpapierprospektgesetz, the "**WpPG**"). In order to get the full information the Final Terms are to be read together with the information contained in the base prospectus of UniCredit Bank AG (the "**Issuer**") dated 8 May 2018 for the issuance of Securities with multi-underlying (without capital protection) (the "**Base Prospectus**") and in any supplements to the Base Prospectus according to Section 16 WpPG (the "**Supplements**").*

The Base Prospectus, any Supplements and these Final Terms are available on www.investimenti.unicredit.it in accordance with Section 14 WpPG. The Issuer may replace these website(s) by any successor website(s) which will be published by notice in accordance with Section 6 of the General Conditions.

The validity of the above mentioned Base Prospectus dated 8 May 2018, under which the Securities described in these Final Terms are issued, ends on 8 May 2019. From this point in time, these Final Terms are to be read together with the latest base prospectus of UniCredit Bank AG for the issuance of Securities with Multi-Underlying (without capital protection) (including the information incorporated by reference in the latest base prospectus from the base prospectus, under which these securities have initially been issued) which follows the Base Prospectus dated 8 May 2018. The latest base prospectus of UniCredit Bank AG for the issuance of Securities with Multi-Underlying (without capital protection) will be published on www.onemarkets.de/basisprospekte and on www.investimenti.unicredit.it (Prodotti e Quotazioni/Documentazione/Programmi di Emissione).

An issue specific summary is annexed to these Final Terms.

SECTION A – GENERAL INFORMATION

Issue date and issue price:

The issue date for each Security is specified in § 1 of the Product and Underlying Data.

The issue price per Security is specified in § 1 of the Product and Underlying Data.

Selling concession:

Not applicable

Other commissions:

Not applicable

Issue volume:

The issue volume of each Series issued under and described in these Final Terms is specified in § 1 of the Product and Underlying Data.

The issue volume of each Tranche issued under and described in these Final Terms is specified in § 1 of the Product and Underlying Data.

Product Type:

Worst-of Bonus Cap Securities (with continuous Barrier observation)

Admission to trading and listing:

Not applicable. No application for the Securities to be admitted to trading on a regulated or equivalent market has been made and no such application is intended.

However, application to trading will be made with effect from 31 May 2018 on the following multilateral trading facilities (MTF): EuroTLX.

The UniCredit Bank AG (the "**Market Maker**") undertakes to provide liquidity through bid and offer quotes in accordance with the market making rules of EuroTLX, where the Securities are expected to be listed. The obligations of the Market Maker are regulated by the rules of [the markets organized and managed by EuroTLX SIM S.p.A., and the relevant instructions to such rules. Moreover, the Market Maker undertakes to apply, in normal market conditions, a spread between bid and offer quotes not higher than 0 %..

Payment and delivery:

Delivery against payment

Notification:

The Federal Financial Supervisory Authority (the "**BaFin**") has provided to the competent authorities in Italy, Poland and Luxembourg a certificate of approval attesting that the Base Prospectus has been drawn up in accordance with the Prospectus Directive.

Terms and conditions of the offer:

Day of the first public offer: 30 May 2018

A public offer will be made in Italy.

The smallest transferable unit is 1 Certificate.

The smallest tradable unit is 1 Certificate.

The Securities will be offered to qualified investors, retail investors and/or institutional investors by way of a public offering.

As of the day of the first public offer the Securities described in the Final Terms will be offered on a continuous basis.

The continuous offer will be made on current ask prices provided by the Issuer.

The public offer may be terminated by the Issuer at any time without giving any reason.

Consent to the use of the Base Prospectus:

The Issuer consents to the use of the Base Prospectus by all financial intermediaries (so-called general consent).

Such consent to use the Base Prospectus is given during the period of the validity of the Base Prospectus. General consent for the subsequent resale or final placement of Securities by the financial intermediaries is given in relation to Italy.

The Issuer's consent to the use of the Base Prospectus is subject to the condition that each financial intermediary complies with the applicable selling restrictions and the terms and conditions of the offer.

Moreover, the Issuer's consent to the use of the Base Prospectus is subject to the condition that the financial intermediary using the Base Prospectus commits itself towards its customers to a responsible distribution of the Securities. This commitment is made by the publication of the financial intermediary on its website stating that the prospectus is used with the consent of the Issuer and subject to the conditions set forth with the consent.

Interest of Natural and Legal Persons involved in the Issue/Offer:

With regard to trading of the Securities the Issuer has a conflict of interest being also the Market Maker on the EuroTLX. Moreover the EuroTLX is organized and managed by EuroTLX SIM S.p.A., a company in which UniCredit S.p.A. – the Holding Company of UniCredit Bank AG as the Issuer – has a stake in. The Issuer is also the arranger and the Calculation Agent of the Securities.

Additional information:

Not applicable

SECTION B – CONDITIONS:**Part A - General Conditions of the Securities****Form, Clearing System, Global Note, Custody**

| | |
|-------------------------|--|
| Governing law: | Italian law (Option 2 of the General Conditions is applicable) |
| Type of the Securities: | Certificates |
| Global Note: | The Securities are represented by a permanent global note without interest coupons |
| Principal Paying Agent: | UniCredit Bank AG, Arabellastraße 12, 81925 Munich, Germany |
| French Paying Agent: | not applicable |
| Calculation Agent: | UniCredit Bank AG, Arabellastraße 12, 81925 Munich, Germany |
| Clearing System: | Monte Titoli S.p.A. |

PART A - GENERAL CONDITIONS OF THE SECURITIES

(the "General Conditions")

§ 1

Form, Clearing System, Global Note, Custody

- (1) *Form:* This tranche (the "**Tranche**") of securities (the "**Securities**") of UniCredit Bank AG (the "**Issuer**") will be issued as certificates in dematerialized registered form pursuant to these Terms and Conditions with a Nominal Amount in the Specified Currency.
- (2) *Book Entry:* The Securities are registered in the books of the Clearing System, in accordance with the Legislative Decree no. 58 of 24 February 1998, as amended (*Testo Unico della Finanza*, "**Consolidated Law on Financial Intermediation**") and with the rules governing central depositories, settlement services, guarantee systems and related management companies, issued by the Bank of Italy and by the Italian securities regulator 'Commissione Nazionale per le Società e la Borsa' (CONSOB) on 22 February 2008, as amended. No physical document of title will be issued to represent the Securities, without prejudice to the right of the Security Holder to obtain the issuance of the certification as per Sections 83-*quinquies* and 83-*novies*, paragraph 1, lett. b) of the Consolidated Law on Financial Intermediation. The transfer of the Securities operates by way of registration on the relevant accounts opened with the Clearing System by any intermediary adhering, directly or indirectly, to the Clearing System ("**Account Holders**"). As a consequence, the respective Security Holder who from time to time is the owner of the account held with an Account Holder will be considered as the legitimate owner of the Securities and will be authorised to exercise all rights related to them, in accordance with the Terms and Conditions of the Securities and applicable provisions of law.

§ 2

Principal Paying Agent, Paying Agent, Calculation Agent

- (1) *Paying Agents:* The "**Principal Paying Agent**" is UniCredit Bank AG, Arabellastraße 12, 81925 Munich, Germany. The Issuer may appoint additional paying agents (the "**Paying Agents**") and revoke such appointment. The appointment and revocation shall be published pursuant to § 6 of the General Conditions.
- (2) *Calculation Agent:* The "**Calculation Agent**" is UniCredit Bank AG, Arabellastraße 12, 81925 Munich.
- (3) *Transfer of functions:* Should any event occur which results in the Principal Paying Agent or Calculation Agent being unable to continue in its function as Principal Paying Agent or Calculation Agent, the Issuer is obliged to appoint another bank of international standing as Principal Paying Agent or another person or institution with the relevant expertise as Calculation Agent. Any such transfer of the functions of the Principal Paying Agent or Calculation Agent shall be notified by the Issuer without undue delay pursuant to § 6 of the General Conditions.
- (4) *Agents of the Issuer:* In connection with the Securities, the Principal Paying Agent, the Paying Agents and the Calculation Agent act solely on behalf of the Issuer and do not assume any obligations towards or relationship of mandate or trust for or with any of the Security Holders. For the avoidance of doubt, Section 1395 of the Italian Civil Code (*Codice Civile*, "**CC**") shall not apply in respect of any acts of the Principal Paying Agent.

§ 3

Taxes

No gross up: Payments in respect of the Securities shall only be made after deduction and withholding of current or future taxes, to the extent that such deduction or withholding is

required by law. In this regard the term "**Taxes**" includes taxes, levies or governmental charges, regardless of their nature, which are imposed, levied or collected under any applicable system of law or in any country which claims fiscal jurisdiction by or for the account of any political subdivision thereof or government agency therein authorised to levy Taxes, including a withholding tax pursuant to Section 871(m) of the United States Internal Revenue Code of 1986 ("**871(m) Withholding Tax**").

The Issuer shall in any case be entitled to take into consideration the 871(m) Withholding Tax by applying the maximum tax rate as a flat rate (plus value added tax, if applicable). In no case the Issuer is obliged to compensate with respect to any Taxes deducted or withheld.

The Issuer shall report on the deducted and withheld Taxes to the competent government agencies, except, these obligations are imposed upon any other person involved, subject to the legal and contractual requirements of the respective applicable tax rules.

§ 4

Status

The obligations under the Securities constitute direct, unconditional and unsecured obligations of the Issuer and rank, unless provided otherwise by law, *pari passu* with all other unsecured unsubordinated present and future obligations of the Issuer.

§ 5

Substitution of the Issuer

- (1) The Issuer may without the consent of the Security Holders, if no payment of principal or interest on any of the Securities is in default, at any time substitute the Issuer for any Affiliate of the Issuer as principal debtor in respect of all obligations of the Issuer under the Securities (the "**New Issuer**"), provided that
 - (a) the New Issuer assumes all obligations of the Issuer in respect of the Securities,
 - (b) the Issuer and the New Issuer have obtained all authorizations and have satisfied all other conditions as necessary to ensure that the Securities are legal, valid and enforceable obligations of the New Issuer;
 - (c) the Issuer and the New Issuer may transfer to the Principal Paying Agent in the currency required hereunder and without being obligated to deduct or withhold taxes or other duties of whatever nature levied by the country, in which the New Issuer or the Issuer has its domicile or tax residence, all amounts required for the fulfilment of the payment obligations arising under the Securities,
 - (d) the New Issuer has agreed to indemnify and hold harmless each Security Holder against any tax, duty or other governmental charge imposed on such Security Holder in respect of such substitution and
 - (e) the Issuer irrevocably and unconditionally guarantees proper payment of the amounts due under these Terms and Conditions.

For purposes of this § 5 (1) "**Affiliate**" means an affiliated company (*verbundenes Unternehmen*) within the meaning of Section 15 of the German Stock Corporation Act (*Aktiengesetz*).

- (2) *Notice:* Any such substitution shall be notified in accordance with § 6 of the General Conditions.
- (3) *References:* In the event of any such substitution, any reference in these Terms and Conditions to the Issuer shall be deemed to refer to the New Issuer. Furthermore, any reference to the country, in which the Issuer is domiciled or resident for taxation purposes

shall be deemed to refer to the country of domicile or residence for taxation purposes of the New Issuer.

§ 6

Notices

To the extent these Terms and Conditions provide for a notice pursuant to this § 6, these will be published on the Website for Notices (or another website communicated by the Issuer with at least six weeks advance notice in accordance with these provisions) and become effective vis-à-vis the Security Holders through such publication unless the notice provides for a later effective date or such later effective date is otherwise required under applicable law. If and to the extent that binding provisions of effective law or stock exchange provisions provide for other forms of publication, such publications must be made in addition and as provided for.

Other publications with regard to the Securities are published on the Website of the Issuer (or any successor website, which is notified by the Issuer in accordance with the above paragraph).

§ 7

Issuance of additional Securities, Repurchase

- (1) *Issuance of additional Securities:* The Issuer reserves the right from time to time without the consent of the Security Holders to issue additional Securities with identical terms and conditions (except for the issue date and the issue price), so that the same shall be consolidated and form a single series (the "**Series**") with this Tranche. The term "*Securities*" shall, in the event of such increase, also comprise all additionally issued Securities.
- (2) *Repurchase:* The Issuer shall be entitled at any time to purchase Securities in the market or otherwise and at any price. Securities repurchased by the Issuer may, at the Issuer's discretion, be held, resold or forwarded to the Principal Paying Agent for cancellation.

§ 8

(intentionally left out)

§ 9

Partial Invalidity, Corrections

- (1) *Invalidity:* Should any provision of these Terms and Conditions be or become invalid or unenforceable in whole or in part, the remaining provisions are not affected thereby. Any gap arising as a result of invalidity or unenforceability of these Terms and Conditions is to be filled with a provision that corresponds to the meaning and intent of these Terms and Conditions and is in the interest of the parties.
- (2) *Typing and calculation errors, inaccuracies and inconsistencies:* The Issuer may amend these Terms and Conditions without having to obtain the prior consent of the Security Holders, provided that such amendments (i) do not prejudice the rights or interests of the Security Holders and (ii) are aimed at correcting a manifest or obvious error, or at removing inaccuracies or inconsistencies from the text. Any notices to the Security Holders relating to the amendments referred to in the previous sentence shall be made in accordance with Section 6 of these Terms and Conditions.

§ 10

Applicable Law, Place of Performance, Place of Jurisdiction

- (1) *Applicable law:* The Securities, as to form and content, and all rights and obligations thereunder shall be governed by the laws of the Republic of Italy.
- (2) *Choice of Forum:* To the extent permitted by law, all disputes arising from or in connection with the matters governed by these Terms and Conditions shall be brought before the Tribunal of Milan, Italy.

§ 11

Waiver Right

Waiver Right: Each Security Holder has the right to waive to the automatic exercise of the exercise right of the Securities held by it (subject as set out below). In this case, a duly completed waiver notice (a "**Waiver Notice**") must be delivered by facsimile to the Issuer prior to 10.00 a.m., Munich local time, on the Final Observation Date at the facsimile number set out in the section of the Base Prospectus titled Conditions of the Securities under "Form of Waiver Notice". The Security Holder must deliver the completed Waiver Notice to its depository bank which will be in charge of sending it by facsimile to the Issuer.

In the event that a Security Holder does not perform its obligations and so deliver, where applicable, a duly completed Waiver Notice in accordance with the provisions hereof, such Securities shall be exercised automatically and shall be repaid in the manner set out in the Terms and Conditions of these Securities, and the Issuer's obligations in respect of such Securities shall be discharged and no further liability in respect thereof shall attach to the Issuer.

The number of Securities specified in the Waiver Notice must be a multiple of the minimum exercise amount, otherwise such number of Securities so specified shall be rounded down to the preceding multiple of the minimum exercise amount and the Waiver Notice shall not be valid in respect of the Securities exceeding such rounded number of Securities.

The Issuer will determine whether the above conditions are satisfied in compliance with the provisions of this Section 11, and in any case in good faith and in accordance with the relevant market practices. The Issuer's determination made pursuant to the above will be final, conclusive and binding on both the Issuer and on the Security Holder.

The Waiver Notice is irrevocable.

Neither the Principal Paying Agent nor the Issuer shall apply any charge for the renouncement to the exercise of the Securities. Any other taxes, duties and/or expenses, including any applicable depository charges, transaction or exercise charges, stamp duty, stamp duty reserve tax, issue, registration, securities transfer and/or other taxes or duties which may arise in connection with the renouncement of any Securities are payable by the Security Holders.

PART B – PRODUCT AND UNDERLYING DATA

(the "Product and Underlying Data")

§ 1

Product Data

First Day of the Barrier Observation Period: 31 May 2018 (included)

First Trade Date: 31 May 2018

Issue Date: 25 May 2018

Nominal Amount: EUR 100.00

Specified Currency: Euro ("EUR")

Website for Notices: www.investimenti.unicredit.it

Website of the Issuer: www.investimenti.unicredit.it

Table 1.1:

| ISIN | WKN | Reuters | Series Number | Tranche Number | Issue Volume of Series in units | Issue Volume of Tranche in units | Issue Price |
|--------------|--------|---------------|---------------|----------------|---------------------------------|----------------------------------|-------------|
| DE000HV40SZ1 | HV40SZ | DEHV40SZ=HVBG | 1 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40T07 | HV40T0 | DEHV40T0=HVBG | 2 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40T15 | HV40T1 | DEHV40T1=HVBG | 3 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40T23 | HV40T2 | DEHV40T2=HVBG | 4 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40T31 | HV40T3 | DEHV40T3=HVBG | 5 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40T49 | HV40T4 | DEHV40T4=HVBG | 6 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40T56 | HV40T5 | DEHV40T5=HVBG | 7 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40T64 | HV40T6 | DEHV40T6=HVBG | 8 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40T72 | HV40T7 | DEHV40T7=HVBG | 9 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40T80 | HV40T8 | DEHV40T8=HVBG | 10 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40T98 | HV40T9 | DEHV40T9=HVBG | 11 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40TA2 | HV40TA | DEHV40TA=HVBG | 12 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40TB0 | HV40TB | DEHV40TB=HVBG | 13 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40TC8 | HV40TC | DEHV40TC=HVBG | 14 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40TD6 | HV40TD | DEHV40TD=HVBG | 15 | 1 | Up to 100,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40TE4 | HV40TE | DEHV40TE=HVBG | 16 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40TF1 | HV40TF | DEHV40TF=HVBG | 17 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40TG9 | HV40TG | DEHV40TG=HVBG | 18 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40TH7 | HV40TH | DEHV40TH=HVBG | 19 | 1 | Up to 100,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40TJ3 | HV40TJ | DEHV40TJ=HVBG | 20 | 1 | Up to 100,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40TK1 | HV40TK | DEHV40TK=HVBG | 21 | 1 | Up to 100,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40TL9 | HV40TL | DEHV40TL=HVBG | 22 | 1 | Up to 100,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40TM7 | HV40TM | DEHV40TM=HVBG | 23 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40TN5 | HV40TN | DEHV40TN=HVBG | 24 | 1 | Up to 100,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40TP0 | HV40TP | DEHV40TP=HVBG | 25 | 1 | Up to 100,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40TQ8 | HV40TQ | DEHV40SZ=HVBG | 26 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40TR6 | HV40TR | DEHV40T0=HVBG | 27 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |
| DE000HV40TS4 | HV40TS | DEHV40T1=HVBG | 28 | 1 | Up to 200,000 Certificates | 5,000 Certificates | EUR 100.00 |

Table 1.2:

| ISIN | N | Basket Component _i | Reference Price _i | Barrier Level | Strike | K _i (initial) | Maximum Amount | Bonus Amount | Final Observation Date |
|--------------|---|---|--|---------------|--------|----------------------------------|----------------|--------------|------------------------|
| DE000HV40SZ1 | 2 | i=1 Assicurazioni Generali S.p.A. i=2 Intesa Sanpaolo S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di riferimento | 65 % | 100 % | i=1 EUR 14.905 i=2 EUR 2.7245 | EUR 106.50 | EUR 106.50 | 21.06.2019 |
| DE000HV40T07 | 2 | i=1 Assicurazioni Generali S.p.A. i=2 Intesa Sanpaolo S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di riferimento | 65 % | 100 % | i=1 EUR 14.905 i=2 EUR 2.7245 | EUR 110.00 | EUR 110.00 | 20.09.2019 |
| DE000HV40T15 | 2 | i=1 Enel S.p.A. i=2 Intesa Sanpaolo S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di riferimento | 65 % | 100 % | i=1 EUR 4.859 i=2 EUR 2.7245 | EUR 107.00 | EUR 107.00 | 21.06.2019 |
| DE000HV40T23 | 2 | i=1 Enel S.p.A. i=2 Intesa Sanpaolo S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di riferimento | 70 % | 100 % | i=1 EUR 4.859 i=2 EUR 2.7245 | EUR 111.00 | EUR 111.00 | 21.06.2019 |
| DE000HV40T31 | 2 | i=1 Enel S.p.A. i=2 Intesa Sanpaolo S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di riferimento | 60 % | 100 % | i=1 EUR 4.859 i=2 EUR 2.7245 | EUR 109.50 | EUR 109.50 | 13.12.2019 |
| DE000HV40T49 | 2 | i=1 Enel S.p.A. i=2 Intesa Sanpaolo S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di riferimento | 70 % | 100 % | i=1 EUR 4.859 i=2 EUR 2.7245 | EUR 119.50 | EUR 119.50 | 13.12.2019 |
| DE000HV40T56 | 2 | i=1 Enel S.p.A. i=2 ENI S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di riferimento | 70 % | 100 % | i=1 EUR 4.859 i=2 EUR 15.778 | EUR 107.00 | EUR 107.00 | 21.06.2019 |
| DE000HV40T64 | 2 | i=1 Enel S.p.A. i=2 ENI S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di riferimento | 75 % | 100 % | i=1 EUR 4.859 i=2 EUR 15.778 | EUR 111.50 | EUR 111.50 | 21.06.2019 |

| | | | | | | | | | |
|--------------|---|---|---|------|-------|---|------------|------------|------------|
| DE000HV40T72 | 2 | i=1 Enel S.p.A. i=2 ENI S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di riferimento | 70 % | 100 % | i=1 EUR 4.859 i=2 EUR 15.778 | EUR 112.50 | EUR 112.50 | 20.09.2019 |
| DE000HV40T80 | 2 | i=1 ENI S.p.A. i=2 Intesa Sanpaolo S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di riferimento | 70 % | 100 % | i=1 EUR 15.778 i=2 EUR 2.7245 | EUR 111.00 | EUR 111.00 | 21.06.2019 |
| DE000HV40T98 | 2 | i=1 ENI S.p.A. i=2 Intesa Sanpaolo S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di riferimento | 70 % | 100 % | i=1 EUR 15.778 i=2 EUR 2.7245 | EUR 116.00 | EUR 116.00 | 20.09.2019 |
| DE000HV40TA2 | 2 | i=1 Assicurazioni Generali S.p.A. i=2 ENI S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di riferimento | 70 % | 100 % | i=1 EUR 14.905 i=2 EUR 15.778 | EUR 107.00 | EUR 107.00 | 21.06.2019 |
| DE000HV40TB0 | 2 | i=1 Assicurazioni Generali S.p.A. i=2 ENI S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di riferimento | 75 % | 100 % | i=1 EUR 14.905 i=2 EUR 15.778 | EUR 110.50 | EUR 110.50 | 21.06.2019 |
| DE000HV40TC8 | 2 | i=1 Assicurazioni Generali S.p.A. i=2 ENI S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di riferimento | 70 % | 100 % | i=1 EUR 14.905 i=2 EUR 15.778 | EUR 114.50 | EUR 114.50 | 13.12.2019 |
| DE000HV40TD6 | 3 | i=1 CNH Industrial N.V. i=2 EXOR N.V. i=3 STMicroelectronics N.V. | i=1 prezzo di Riferimento i=2 prezzo di Riferimento i=3 prezzo di Riferimento | 70 % | 100 % | i=1 EUR 10.685 i=2 EUR 63.04 i=3 EUR 20.20 | EUR 120.50 | EUR 120.50 | 21.06.2019 |
| DE000HV40TE4 | 3 | i=1 Enel S.p.A. i=2 Fiat Chrysler Automobiles N.V. i=3 Intesa Sanpaolo S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di Riferimento i=3 prezzo di Riferimento | 60 % | 100 % | i=1 EUR 4.859 i=2 EUR 18.776 i=3 EUR 2.7245 | EUR 111.00 | EUR 111.00 | 21.06.2019 |

| | | | | | | | | | |
|--------------|---|---|--|------|-------|--|------------|------------|------------|
| DE000HV40TF1 | 3 | i=1 Enel S.p.A. i=2 Fiat Chrysler Automobiles N.V. i=3 Intesa Sanpaolo S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di Riferimento i=3 prezzo di Riferimento | 65 % | 100 % | i=1 EUR 4.859 i=2 EUR 18.776 i=3 EUR 2.7245 | EUR 116.00 | EUR 116.00 | 21.06.2019 |
| DE000HV40TG9 | 3 | i=1 Enel S.p.A. i=2 Fiat Chrysler Automobiles N.V. i=3 Intesa Sanpaolo S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di Riferimento i=3 prezzo di Riferimento | 60 % | 100 % | i=1 EUR 4.859 i=2 EUR 18.776 i=3 EUR 2.7245 | EUR 121.00 | EUR 121.00 | 13.12.2019 |
| DE000HV40TH7 | 3 | i=1 Luxottica Group S.p.A. i=2 LVMH Moët Hennessy - Louis Vuitton SE i=3 Moncler S.p.A. | i=1 prezzo di Riferimento i=2 closing price i=3 prezzo di Riferimento | 70 % | 100 % | i=1 EUR 54.30 i=2 EUR 305.05 i=3 EUR 37.83 | EUR 122.00 | EUR 122.00 | 13.12.2019 |
| DE000HV40TJ3 | 3 | i=1 ENI S.p.A. i=2 Fiat Chrysler Automobiles N.V. i=3 Mediobanca Banca di Credito Finanziario S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di Riferimento i=3 prezzo di Riferimento | 65 % | 100 % | i=1 EUR 15.778 i=2 EUR 18.776 i=3 EUR 8.876 | EUR 112.50 | EUR 112.50 | 21.06.2019 |
| DE000HV40TK1 | 3 | i=1 ENI S.p.A. i=2 Fiat Chrysler Automobiles N.V. i=3 Mediobanca Banca di Credito Finanziario S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di Riferimento i=3 prezzo di Riferimento | 65 % | 100 % | i=1 EUR 15.778 i=2 EUR 18.776 i=3 EUR 8.876 | EUR 119.00 | EUR 119.00 | 20.09.2019 |
| DE000HV40TL9 | 3 | i=1 Fiat Chrysler Automobiles N.V. i=2 STMicroelectronics N.V. i=3 Unione di Banche | i=1 prezzo di Riferimento i=2 prezzo di Riferimento i=3 prezzo di Riferimento | 70 % | 100 % | i=1 EUR 18.776 i=2 EUR 20.20 i=3 EUR 3.735 | EUR 133.00 | EUR 133.00 | 21.06.2019 |

| | | | | | | | | | |
|--------------|---|---|--|------|-------|--|------------|------------|------------|
| | | Italiane S.p.A | | | | | | | |
| DE000HV40TM7 | 3 | i=1 Fiat Chrysler Automobiles N.V. i=2 STMicroelectronics N.V. i=3 Telecom Italia S.p.A. | i=1 prezzo di Riferimento i=2 prezzo di Riferimento i=3 prezzo di Riferimento | 70 % | 100 % | i=1 EUR 18.776 i=2 EUR 20.20 i=3 EUR 0.731 | EUR 137.00 | EUR 137.00 | 21.06.2019 |
| DE000HV40TN5 | 3 | i=1 Fiat Chrysler Automobiles N.V. i=2 Telecom Italia S.p.A. i=3 Unione di Banche Italiane S.p.A | i=1 prezzo di Riferimento i=2 prezzo di Riferimento i=3 prezzo di Riferimento | 60 % | 100 % | i=1 EUR 18.776 i=2 EUR 0.731 i=3 EUR 3.735 | EUR 115.50 | EUR 115.50 | 21.06.2019 |
| DE000HV40TP0 | 3 | i=1 Fiat Chrysler Automobiles N.V. i=2 Telecom Italia S.p.A. i=3 Unione di Banche Italiane S.p.A | i=1 prezzo di Riferimento i=2 prezzo di Riferimento i=3 prezzo di Riferimento | 60 % | 100 % | i=1 EUR 18.776 i=2 EUR 0.731 i=3 EUR 3.735 | EUR 122.00 | EUR 122.00 | 20.09.2019 |
| DE000HV40TQ8 | 3 | i=1 Fiat Chrysler Automobiles N.V. i=2 Renault S.A. i=3 Volkswagen AG (Vorzugsaktien) | i=1 prezzo di Riferimento i=2 closing price i=3 closing price | 60 % | 100 % | i=1 EUR 18.776 i=2 EUR 85.49 i=3 EUR 167.40 | EUR 110.50 | EUR 110.50 | 21.06.2019 |
| DE000HV40TR6 | 3 | i=1 Fiat Chrysler Automobiles N.V. i=2 Renault S.A. i=3 Volkswagen AG (Vorzugsaktien) | i=1 prezzo di Riferimento i=2 closing price i=3 closing price | 60 % | 100 % | i=1 EUR 18.776 i=2 EUR 85.49 i=3 EUR 167.40 | EUR 117.00 | EUR 117.00 | 20.09.2019 |
| DE000HV40TS4 | 3 | i=1 Fiat Chrysler Automobiles N.V. i=2 Renault S.A. i=3 Volkswagen AG | i=1 prezzo di Riferimento i=2 closing price i=3 closing price | 60 % | 100 % | i=1 EUR 18.776 i=2 EUR 85.49 | EUR 122.50 | EUR 122.50 | 13.12.2019 |

| | | | | | | | | | |
|--|--|-----------------|--|--|--|-------------------|--|--|--|
| | | (Vorzugsaktien) | | | | i=3 EUR 167.40 | | | |
|--|--|-----------------|--|--|--|-------------------|--|--|--|

Table 1.3:

| ISIN | Trading Code | Last Day of the Barrier Observation Period | Expiry Date (<i>Data di Scadenza</i>) | Final Payment Date |
|--------------|---------------------|---|--|---------------------------|
| DE000HV40SZ1 | OV40TD | 21.06.2019 | 21.06.2019 | 28.06.2019 |
| DE000HV40T07 | OV40T1 | 20.09.2019 | 20.09.2019 | 27.09.2019 |
| DE000HV40T15 | OV40T5 | 21.06.2019 | 21.06.2019 | 28.06.2019 |
| DE000HV40T23 | OV40TE | 21.06.2019 | 21.06.2019 | 28.06.2019 |
| DE000HV40T31 | OV40T2 | 13.12.2019 | 13.12.2019 | 20.12.2019 |
| DE000HV40T49 | OV40T6 | 13.12.2019 | 13.12.2019 | 20.12.2019 |
| DE000HV40T56 | OV40TF | 21.06.2019 | 21.06.2019 | 28.06.2019 |
| DE000HV40T64 | OV40T7 | 21.06.2019 | 21.06.2019 | 28.06.2019 |
| DE000HV40T72 | OV40T3 | 20.09.2019 | 20.09.2019 | 27.09.2019 |
| DE000HV40T80 | OV40T4 | 21.06.2019 | 21.06.2019 | 28.06.2019 |
| DE000HV40T98 | OV40TG | 20.09.2019 | 20.09.2019 | 27.09.2019 |
| DE000HV40TA2 | OV40T8 | 21.06.2019 | 21.06.2019 | 28.06.2019 |
| DE000HV40TB0 | OV40TJ | 21.06.2019 | 21.06.2019 | 28.06.2019 |
| DE000HV40TC8 | OV40T9 | 13.12.2019 | 13.12.2019 | 20.12.2019 |
| DE000HV40TD6 | OV40TK | 21.06.2019 | 21.06.2019 | 28.06.2019 |
| DE000HV40TE4 | OV40TQ | 21.06.2019 | 21.06.2019 | 28.06.2019 |
| DE000HV40TF1 | OV40TN | 21.06.2019 | 21.06.2019 | 28.06.2019 |
| DE000HV40TG9 | OV40TL | 13.12.2019 | 13.12.2019 | 20.12.2019 |
| DE000HV40TH7 | OV40TM | 13.12.2019 | 13.12.2019 | 20.12.2019 |
| DE000HV40TJ3 | OV40TR | 21.06.2019 | 21.06.2019 | 28.06.2019 |
| DE000HV40TK1 | OV40TP | 20.09.2019 | 20.09.2019 | 27.09.2019 |
| DE000HV40TL9 | OV40TS | 21.06.2019 | 21.06.2019 | 28.06.2019 |
| DE000HV40TM7 | OV40SZ | 21.06.2019 | 21.06.2019 | 28.06.2019 |
| DE000HV40TN5 | OV40TA | 21.06.2019 | 21.06.2019 | 28.06.2019 |
| DE000HV40TP0 | OV40TB | 20.09.2019 | 20.09.2019 | 27.09.2019 |
| DE000HV40TQ8 | OV40T0 | 21.06.2019 | 21.06.2019 | 28.06.2019 |
| DE000HV40TR6 | OV40TC | 20.09.2019 | 20.09.2019 | 27.09.2019 |
| DE000HV40TS4 | OV40TH | 13.12.2019 | 13.12.2019 | 20.12.2019 |

§ 2

Underlying Data

| Basket Component _i | Currency of the Basket Component _i | ISIN _i | Reuters _i | Bloomberg _i | Relevant Exchange _i | Website _i |
|--|---|-------------------|----------------------|------------------------|-----------------------------------|----------------------|
| Assicurazioni Generali S.p.A. | EUR | IT0000062072 | GASI.MI | G IM Equity | Borsa Italiana (MTA) | www.borsaitaliana.it |
| CNH Industrial N.V. | EUR | NL0010545661 | CNHI.MI | CNHI IM Equity | Borsa Italiana (MTA) | www.borsaitaliana.it |
| Enel S.p.A. | EUR | IT0003128367 | ENEI.MI | ENEL IM Equity | Borsa Italiana (MTA) | www.borsaitaliana.it |
| ENI S.p.A. | EUR | IT0003132476 | ENI.MI | ENI IM Equity | Borsa Italiana (MTA) | www.borsaitaliana.it |
| EXOR N.V. | EUR | NL0012059018 | EXOR.MI | EXO IM Equity | Borsa Italiana (MTA) | www.borsaitaliana.it |
| Fiat Chrysler Automobiles N.V. | EUR | NL0010877643 | FCHA.MI | FCA IM Equity | Borsa Italiana (MTA) | www.borsaitaliana.it |
| Intesa Sanpaolo S.p.A. | EUR | IT0000072618 | ISP.MI | ISP IM Equity | Borsa Italiana (MTA) | www.borsaitaliana.it |
| Luxottica Group S.p.A. | EUR | IT0001479374 | LUX.MI | LUX IM Equity | Borsa Italiana (MTA) | www.borsaitaliana.it |
| LVMH Moët Hennessy - Louis Vuitton SE | EUR | FR0000121014 | LVMH.PA | MC FP Equity | Euronext® Paris | www.euronext.com |
| Mediobanca Banca di Credito Finanziario S.p.A. | EUR | IT0000062957 | MDBI.MI | MB IM Equity | Borsa Italiana (MTA) | www.borsaitaliana.it |
| Moncler S.p.A. | EUR | IT0004965148 | MONC.MI | MONC IM Equity | Borsa Italiana (MTA) | www.borsaitaliana.it |
| Renault S.A. | EUR | FR0000131906 | RENA.PA | RNO FP Equity | Euronext® Paris | www.euronext.com |
| STMicroelectronics N.V. | EUR | NL0000226223 | STM.MI | STM IM Equity | Borsa Italiana (MTA) | www.borsaitaliana.it |
| Telecom Italia S.p.A. | EUR | IT0003497168 | TLIT.MI | TIT IM Equity | Borsa Italiana (MTA) | www.borsaitaliana.it |
| Unione di Banche Italiane S.p.A | EUR | IT0003487029 | UBI.MI | UBI IM Equity | Borsa Italiana (MTA) | www.borsaitaliana.it |
| Volkswagen AG (Vorzugsaktien) | EUR | DE0007664039 | VOWG_p.DE | VOW3 GY Equity | Frankfurt Stock Exchange (Xetra®) | www.xetra.com |

For further information about the past and future performance of the Basket Components and their volatility, please refer to the Website as specified in the table.

PART C – SPECIAL CONDITIONS OF THE SECURITIES

(the "**Special Conditions**")

§ 1

Definitions

"**Adjustment Event**" means each of the following events:

- (a) each measure taken by the company that has issued the respective Basket Component_i or by a third party, which would – due to a change in the legal and economic position, in particular a change in the company's fixed assets and capital, affect the respective Basket Component_i; not only immaterially (in particular capital increase against cash contribution, issuance of securities with options or conversion rights into shares, capital increase with company funds, distribution of special dividends, share splits, merger, liquidation, nationalisation); whether this is the case shall be determined by the Calculation Agent acting in accordance with relevant market practice and in good faith;
- (b) an early termination performed by the respective Determining Futures Exchange_i of the there traded Derivatives of the respective Basket Component_i;
- (c) an adjustment performed by the respective Determining Futures Exchange_i of the there traded Derivatives of the respective Basket Component_i;
- (d) a Hedging Disruption occurs;
- (e) any event which is economically equivalent to one of the above-mentioned events with regard to its consequences on the respective Basket Component_i; whether this is the case shall be determined by the Calculation Agent acting in accordance with relevant market practice and in good faith.

"**Banking Day**" means each day (other than a Saturday or Sunday) on which the Clearing System and the Trans-European Automated Real-time Gross settlement Express Transfer-System (TARGET2) (the "**TARGET2**") is open for business.

"**Barrier**" means Barrier Level x K_i (initial).

"**Barrier Event**" means that any published price of at least one Basket Component_i as published by the Relevant Exchange_i with continuous observation during the Barrier Observation Period is equal to or less than the respective Barrier_i.

"**Barrier Level**" means the Barrier Level as specified in § 1 of the Product and Underlying Data.

"**Barrier Observation Period**" means each Calculation Date from the First Day of the Barrier Observation Period (including) to the Last Day of the Barrier Observation Period (including).

"**Basket Component_i**" means the respective share as specified in § 1 of the Product and Underlying Data.

"**Bonus Amount**" means the Bonus Amount as specified in § 1 of the Product and Underlying Data.

"**Calculation Agent**" means the Calculation Agent as specified in § 2 (2) of the General Conditions.

"**Calculation Date**" means each day on which the Reference Price_i is published by the respective Relevant Exchange_i.

"**Call Event**" means Share Call Event.

"**Change in Law**" means that due to

- (a) the coming into effect of changes in laws or regulations (including but not limited to tax laws or capital market provisions) or
- (b) a change in relevant case law or administrative practice (including the administrative practice of the tax or financial supervisory authorities),

as determined by the Issuer, acting in accordance with relevant market practice and in good faith,

- (a) the holding, acquisition or sale of the respective Basket Component_i or assets that are needed in order to hedge price risks or other risks with respect to its obligations under the Securities is or becomes wholly or partially illegal for the Issuer or
- (b) the costs associated with the obligations under the Securities have increased substantially (including but not limited to an increase in tax obligations, the reduction of tax benefits or other negative consequences with regard to tax treatment),

if such changes become effective on or after the First Trade Date.

"Clearance System" means the principal domestic clearance system customarily used for settling trades with respect to the respective Basket Component_i as determined by the Calculation Agent acting in accordance with relevant market practice and in good faith.

"Clearance System Business Day" means, with respect to the Clearance System, any day (other than a Saturday or Sunday) on which such Clearance System is open for the acceptance and execution of settlement instructions.

"Clearing System" means Monte Titoli S.p.A.

"Currency of the Basket Component_i" means the Currency of the Basket Component_i as specified in § 2 of the Product and Underlying Data.

"Determining Futures Exchange_i" means the options and/or futures exchange, on which respective derivatives of the respective Basket Component_i or – if derivatives on the respective Basket Component_i are not traded – its components (the **"Derivatives"**) are mostly liquidly traded, such [options and/or] futures exchange shall be determined by the Calculation Agent, acting in accordance with relevant market practice and in good faith, by way of notice pursuant to § 6 of the General Conditions.

In the case of a material change in the market conditions at the Determining Futures Exchange_i, such as a final discontinuation of derivatives' quotation linked to the respective Basket Component_i options and/or at the Determining Futures Exchange_i, or a considerably restricted number or liquidity, it shall be substituted as the Determining Futures Exchange_i by another options and/or futures exchange that offers satisfactorily liquid trading in the Derivatives (the **"Substitute Futures Exchange_i"**); such futures exchange shall be determined by the Calculation Agent acting in accordance with relevant market practice and in good faith. In the event of such substitution, any reference to the Determining Futures Exchange_i in these Terms and Conditions of these Securities shall be deemed to refer to the Substitute Futures Exchange_i.

"First Day of the Barrier Observation Period" means the First Day of the Barrier Observation Period as specified in § 1 of the Product and Underlying Data.

"First Trade Date" means the First Trade Date as specified in § 1 of the Product and Underlying Data.

"Hedging Disruption" means that the Issuer is not able to

- (a) close, continue or carry out transactions or acquire, exchange, hold or sell assets (respectively) which are needed in order to hedge price risks or other risks with regard to its obligations under the Securities; whether this is the case shall be determined by the Issuer, acting in accordance with relevant market practice and in good faith,; or

(b) realise, reclaim or pass on proceeds from such transactions or assets, under conditions which are economically substantially equivalent to those on the First Trade Date.

"Issue Date" means the Issue Date as specified in § 1 of the Product and Underlying Data.

"Issuing Agent" means the Issuing Agent as specified in § 1 of the Product and Underlying Data.

"K_i (initial)" means K_i (initial) as specified in § 1 of the Product and Underlying Data.

"K_i (final)" means the Reference Price_i on the Final Observation Date.

"Last Day of the Barrier Observation Period" means the Last Day of the Barrier Observation Period as specified in § 1 of the Product and Underlying Data.

"Market Disruption Event" means each of the following events:

- (a) the failure of the respective Relevant Exchange_i to open for trading during its regular trading sessions;
- (b) the suspension or restriction of trading in the respective Basket Component_i on the respective Relevant Exchange_i;
- (c) in general the suspension or restriction of trading in a Derivative of the respective Basket Component_i on the respective Determining Futures Exchange_i;

to the extent that such Market Disruption Event occurs in the last hour prior to the normal calculation of the Reference Price of the respective Basket Component_i and continues at the point of time of the normal calculation and is material; whether this is the case shall be determined by the Calculation Agent acting in accordance with relevant market practice and in good faith. Any restriction of the trading hours or the number of days on which trading takes place on the respective Relevant Exchange_i or, as the case may be, the respective Determining Futures Exchange_i, shall not constitute a Market Disruption Event provided that the restriction occurs due to a previously announced change in the rules of the respective Relevant Exchange_i or, as the case may be, the respective Determining Futures Exchange_i.

"Final Payment Date" means the Final Payment Date, as specified in § 1 of the Product and Underlying Data.

"Maximum Amount" means the Maximum Amount as specified in § 1 of the Product and Underlying Data.

"N" means the number of Basket Components as specified in § 1 of the Product and Underlying Data.

"Nominal Amount" means the Nominal Amount as specified in § 1 of the Product and Underlying Data.

"Observation Date" means each of the following Observation Dates:

"Final Observation Date" means each of the Final Observation Dates as specified in § 1 of the Product and Underlying Data. If a Final Observation Date is not a Calculation Date for one or more Basket Components, the immediately following day, which is a Calculation Date shall be the respective Final Observation Date for all Basket Components. The Final Payment Date shall be postponed accordingly. No interest shall become due because of such postponement.

"Performance of the Basket Component_i (final)" means the Performance of the Basket Component_i on the Final Observation Date according to the following formula:

$$K_i \text{ (final)} / K_i \text{ (initial)}$$

"Principal Paying Agent" means the Principal Paying Agent as specified in § 2 (1) of the General Conditions.

"Redemption Amount" means the Redemption Amount as calculated or, respectively, specified by the Calculation Agent pursuant to § 4 of the Special Conditions.

"Reference Price_i" means the Reference Price of the relevant Basket Component_i as specified in § 1 of the Product and Underlying Data.

"Relevant Exchange_i" means the respective Relevant Exchange_i as specified in § 2 of the Product and Underlying Data.

In the case of a material change in the market conditions at the respective Relevant Exchange_i, such as a final discontinuation of the quotation of the respective Basket Component_i or, respectively its components at the respective Relevant Exchange_i and the quotation at a different stock exchange or considerably restricted number or liquidity, the Relevant Exchange shall be substituted as the Relevant Exchange by another exchange that offers satisfactorily liquid trading in the respective Basket Component_i or, respectively its components (the **"Substitute Exchange"**); such exchange shall be determined by the Calculation Agent acting in accordance with relevant market practice and in good faith. In this case, any reference to the Relevant Exchange_i in the Terms and Conditions of these Securities shall be deemed to refer to the Substitute Exchange.

"Security Holder" means the holder of a Security.

"Specified Currency" means the Specified Currency as specified in § 1 of the Product and Underlying Data.

"Settlement Cycle" means the period of Clearance System Business Days following a transaction on the Relevant Exchange_i with respect to the relevant Basket Component_i, during which period settlement will customarily take place according to the rules of such Relevant Exchange_i.

"Share Call Event" means each of the following events:

- (a) the quotation of the respective Basket Component_i at the Relevant Exchange_i is finally ceased and no Substitute Exchange could be determined; whether this is the case shall be determined by the Calculation Agent acting in accordance with relevant market practice and in good faith;
- (b) the quotation of the respective Basket Component_i at the Relevant Exchange_i no longer occurs in the Currency of the Basket Component_i;
- (c) a Change in Law occurs;
- (d) an adjustment pursuant to § 8 (1) of the Special Conditions is not possible or not reasonable with regard to the Issuer and/or the Security Holders.

"Strike" means the Strike as specified in § 1 of the Product and Underlying Data.

"Terms and Conditions" means the terms and conditions of these Securities as set out in the General Conditions (Part A), the Product and Underlying Data (Part B) and the Special Conditions (Part C).

"Underlying" means a Basket consisting of the Basket Components.

"Website for Notices" means the Website(s) for Notices as specified in § 1 of the Product and Underlying Data.

"Website of the Issuer" means the Website(s) of the Issuer as specified in § 1 of the Product and Underlying Data.

"Worst Performance (final)" means the Performance of the Basket Component_i (final) specified as follows:

Performance of the Basket Component_i (final) = min **[K_i (final) / K_i (initial)]** (with i = 1,...N)

§ 2

Interest

Interest: The Securities do not bear interest.

§ 3

Redemption

Redemption: The Securities shall be redeemed by payment of the Redemption Amount on the Final Payment Date pursuant to the provisions of § 6 of the Special Conditions.

§ 4

Redemption Amount

Redemption Amount: The Redemption Amount corresponds to an amount in the Specified Currency calculated or specified by the Calculation Agent as follows:

- If no Barrier Event has occurred the Redemption Amount corresponds to the Maximum Amount.
- If a Barrier Event has occurred the Redemption Amount is specified according to the following formula:

Redemption Amount = Nominal Amount x Worst Performance (final) / Strike

However, in this case the Redemption Amount is not greater than the Maximum Amount.

§ 5

Issuer's Extraordinary Call Right

Issuer's extraordinary call right: Upon the occurrence of a Call Event the Issuer may call the Securities extraordinarily by giving notice pursuant to § 6 of the General Conditions and redeem the Securities at their Cancellation Amount. Such call shall become effective at the time indicated in the notice.

The "**Cancellation Amount**" shall be the fair market value of the Securities as of the first Banking Day before the extraordinary call becomes effective, determined by the Calculation Agent acting in accordance with relevant market practice and in good faith under then prevailing circumstances.

The determination of the fair market value is based on the economic equivalent of the Issuer's payment obligations to the Security Holders consistent with the provisions for the redemption profile, interest or other additional amounts of the Securities that would otherwise be due after the day on which the extraordinary call becomes effective and which is adjusted for taking into consideration the following parameters as of the first Banking Day before the extraordinary call becomes effective: the price of the Underlying, the remaining time to maturity, the estimated volatility, the expected dividends (if applicable), the current market interest rate as well as the interest spread associated with the credit default risk of the Issuer and any other relevant market parameter that can influence the value of the Securities.

The Cancellation Amount will be paid within five Banking Days following the date as of which the extraordinary call becomes effective, or at the date specified in the above mentioned notice, as the case may be, pursuant to the provisions of § 6 of the Special Conditions.

§ 6

Payments

- (1) *Rounding*: The amounts payable under these Terms and Conditions shall be rounded up or down to the nearest EUR 0.01, with EUR 0.005 being rounded upwards.
- (2) *Business day convention*: If the due date for any payment under the Securities (the "**Payment Date**") is not a Banking Day then the Security Holders shall not be entitled to payment until the next following Banking Day. The Security Holders shall not be entitled to further interest or other payments in respect of such delay.
- (3) *Manner of payment, discharge*: All payments shall be made to the Principal Paying Agent. The Principal Paying Agent shall pay the amounts due to the Clearing System to be credited to the respective accounts of the depository banks and to be transferred to the Security Holders. The payment to the Clearing System shall discharge the Issuer from its obligations under the Securities in the amount of such a payment.
- (4) *Interest of default*: If the Issuer fails to make payments under the Securities when due, the amount due shall bear interest on the basis of the legal interest rate (*'Saggio degli Interessi legali'*), pursuant to Section 1284 CC, without prejudice to any other mandatory provisions under Italian law. Such accrual of interest starts on the day following the due date of that payment (including) and ends on the effective date of the payment (including).

§ 7

Market Disruptions

- (1) *Postponement*: Notwithstanding the provisions of § 8 of the Special Conditions, if a Market Disruption Event occurs on an Observation Date, the respective Observation Date will be postponed to the next following Calculation Date on which the Market Disruption Event no longer exists.

Any Payment Date relating to such Observation Date shall be postponed if applicable. Interest shall not be payable due to such postponement.
- (2) *Discretionary valuation*: Should the Market Disruption Event continue for more than 8 consecutive Banking Days the Calculation Agent shall determine, acting in accordance with relevant market practice and in good faith, the respective Reference Price required for the calculations or, respectively, specifications described in the Terms and Conditions of these Securities. Such Reference Price shall be determined in accordance with prevailing market conditions at 10:00 a.m. (Milan local time) on this 9th Banking Day, taking into account the economic position of the Security Holders.

If within these 8 Banking Days traded Derivatives of the Basket Component_i expire and are settled on the Determining Futures Exchange_i, the settlement price established by the Determining Futures Exchange_i for the there traded Derivatives will be taken into account in order to conduct the calculations or, respectively, specifications described in the Terms and Conditions of these Securities. In that case, the expiration date for those Derivatives is the respective Observation Date.

§ 8

Adjustments, Replacement Specification

- (1) *Adjustments*: Upon the occurrence of an Adjustment Event the Calculation Agent, acting in accordance with relevant market practice and in good faith, adjust the Terms and Conditions of these Securities (in particular the respective Basket Component_i, the Ratio_i and/or all prices of the Basket Components, which have been specified by the Issuer) and/or all prices of the Basket Components determined by the Calculation Agent on the basis of the Terms and Conditions of these Securities in such a way that the economic position of the Security

Holders remains unchanged to the greatest extent possible. Any adjustment will be performed taking into consideration any adjustments made by the Determining Futures Exchange, to the there traded Derivatives linked to the respective Basket Component_i, and the remaining term of the Securities as well as the latest available price of the respective Basket Component_i. If the Calculation Agent determines that, pursuant to the rules of the Determining Futures Exchange_i, no adjustments were made to the Derivatives linked to the respective Basket Component_i, the Terms and Conditions of these Securities regularly remain unchanged. The exercised adjustments and the date of the first application shall be notified pursuant to § 6 of the General Conditions.

- (2) *Replacement Specification:* If a price of the respective Basket Component_i published by the Relevant Exchange_i pursuant to the Terms and Conditions of these Securities will subsequently be corrected and the correction (the "**Corrected Value**") will be published by the Relevant Exchange_i after the original publication, but still within one Settlement Cycle, then the Calculation Agent will notify the Issuer of the Corrected Value without undue delay and shall again specify and publish the respective value by using the Corrected Value (the "**Replacement Specification**") pursuant to § 6 of the General Conditions.

UniCredit Bank AG

SUMMARY

Summaries are made up of disclosure requirements known as "**Elements**". These Elements are numbered in sections A – E (A.1 – E.7).

This Summary contains all the Elements required to be included in a summary for this type of securities and issuer. Because some Elements are not required to be addressed, there may be gaps in the numbering sequence of the Elements.

Even though an Element may be required to be inserted in the Summary because of the type of securities and issuer, it is possible that no relevant information can be given regarding the Element. In this case a short description of the Element is included in the Summary with the specification of 'Not applicable'.

A. INTRODUCTION AND WARNINGS

| | | |
|-----|--|---|
| A.1 | Warning | <p>This Summary should be read as an introduction to the Base Prospectus.</p> <p>The investor should base any decision to invest in the relevant Securities on consideration of the Base Prospectus as a whole.</p> <p>Where a claim relating to the information contained in this Base Prospectus is brought before a court, the plaintiff investor might, under the national legislation of the Member States, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated.</p> <p>UniCredit Bank AG ("UniCredit Bank", the "Issuer" or "HVB"), Arabellastraße 12, 81925 Munich, which in its capacity as Issuer assumes liability for the Summary including any translation thereof, as well as any person which has tabled it, may be held liable, but only if the Summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus, or it does not provide, when read together with the other parts of the Base Prospectus, all necessary key information.</p> |
| A.2 | Consent to the use of the base prospectus | <p>Subject to the following paragraphs, the Issuer gives its general consent to the use of the Base Prospectus during the Offer Period for subsequent resale or final placement of the Securities by financial intermediaries.</p> |
| | Indication of the offer period | <p>Resale or final placement of the Securities by financial intermediaries can be made and consent to use the Base Prospectus is given during the period of the validity of the Base Prospectus.</p> |
| | Other conditions attached to the consent | <p>The Issuer's consent to the use of the Base Prospectus is subject to the condition that each financial intermediary complies with the applicable selling restrictions as well as the terms and conditions of the offer.</p> <p>Moreover, the Issuer's consent to the use of the Base Prospectus is subject to the condition that the financial intermediary using the Base Prospectus commits itself towards its customers to a responsible distribution of the Securities. This commitment is made by the publication of the financial intermediary on its website stating that the prospectus is used with the consent of the Issuer and subject to the conditions set forth with the consent.</p> |
| | Provision of terms and conditions of the offer by financial intermediary | <p>Information on the terms and conditions of the offer by any financial intermediary is to be provided at the time of the offer by the financial intermediary.</p> |

B. ISSUER

| B.1 | Legal and commercial name | UniCredit Bank AG (together with its consolidated subsidiaries, the " HVB Group ") is the legal name. HypoVereinsbank is the commercial name. | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|------------------------------------|--|---|-----------------------------------|-------------------------------|-------------------------------|------------------------------------|---------|---------|-------------------|---------|-------|---------------------|---------|-------|--------------------|-------|-------|--|--|--|------------------------------|-------------------|-------------------|--------------|-----------|-----------|----------------------|----------|----------|--|--|--|---------------------------|-------------------|-------------------|
| B.2 | Domicile / Legal form / Legislation / Country of incorporation | UniCredit Bank has its registered office at Arabellastraße 12, 81925 Munich, was incorporated in Germany and is registered with the Commercial Register at the Local Court (<i>Amtsgericht</i>) in Munich under number HRB 42148, incorporated as a stock corporation under the laws of the Federal Republic of Germany. | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| B.4b | Known trends affecting the issuer and the industries in which it operates | The performance of HVB Group will also in 2018 depend on the future development on the financial and capital markets, and the real economy as well as on the imponderables related. In this environment, HVB Group reviews its business strategy on a regular as well as on an ad hoc basis and adopts it where necessary. | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| B.5 | Description of the group and the issuer's position within the group | UniCredit Bank is the parent company of HVB Group. HVB Group holds directly and indirectly equity participations in various companies. UniCredit Bank has been an affiliated company of UniCredit S.p.A., Rome (" UniCredit S.p.A. ", and together with its consolidated subsidiaries, " UniCredit ") since November 2005 and hence a major part of UniCredit from that date as a sub-group. UniCredit S.p.A. holds directly 100% of UniCredit Bank's share capital. | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| B.9 | Profit forecast or estimate | Not applicable; profit forecasts or estimates are not prepared by the Issuer. | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| B.10 | Nature of any qualifications in the audit report on historical financial information | Not applicable; Deloitte GmbH Wirtschaftsprüfungsgesellschaft, the independent auditor (Wirtschaftsprüfer) of UniCredit Bank, has audited the consolidated financial statements (Konzernabschluss) of HVB Group for the financial year ended 31 December 2016 and for the financial year ended 31 December 2017 and the unconsolidated financial statement (Einzelabschluss) of UniCredit Bank for the financial year ended 31 December 2017 and has in each case issued an unqualified audit opinion thereon. | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| B.12 | Selected historical key financial information | <p>Consolidated Financial Highlights as of 31 December 2017</p> <table border="1"> <thead> <tr> <th>Key performance indicators</th> <th>1/1/2017 – 31/12/2017*</th> <th>1/1/2016 – 31/12/2016†</th> </tr> </thead> <tbody> <tr> <td>Net operating profit¹⁾</td> <td>€1,517m</td> <td>€1,096m</td> </tr> <tr> <td>Profit before tax</td> <td>€1,597m</td> <td>€297m</td> </tr> <tr> <td>Consolidated profit</td> <td>€1,336m</td> <td>€157m</td> </tr> <tr> <td>Earnings per share</td> <td>€1.66</td> <td>€0.19</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> <tr> <td>Balance sheet figures</td> <td>31/12/2017</td> <td>31/12/2016</td> </tr> <tr> <td>Total assets</td> <td>€299,060m</td> <td>€302,090m</td> </tr> <tr> <td>Shareholders' equity</td> <td>€18,874m</td> <td>€20,420m</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> <tr> <td>Key capital ratios</td> <td>31/12/2017</td> <td>31/12/2016</td> </tr> </tbody> </table> | Key performance indicators | 1/1/2017 – 31/12/2017* | 1/1/2016 – 31/12/2016† | Net operating profit ¹⁾ | €1,517m | €1,096m | Profit before tax | €1,597m | €297m | Consolidated profit | €1,336m | €157m | Earnings per share | €1.66 | €0.19 | | | | Balance sheet figures | 31/12/2017 | 31/12/2016 | Total assets | €299,060m | €302,090m | Shareholders' equity | €18,874m | €20,420m | | | | Key capital ratios | 31/12/2017 | 31/12/2016 |
| Key performance indicators | 1/1/2017 – 31/12/2017* | 1/1/2016 – 31/12/2016† | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Net operating profit ¹⁾ | €1,517m | €1,096m | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Profit before tax | €1,597m | €297m | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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| Earnings per share | €1.66 | €0.19 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Balance sheet figures | 31/12/2017 | 31/12/2016 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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| | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Key capital ratios | 31/12/2017 | 31/12/2016 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |

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|---|--|--|------------------------------|------------------------|------------------------|-------------------------------|------------------------|------------------------|---|----------|----------|--|---------------------|---------------------|---|---------------------|---------------------|
| | | <table border="1"> <tr> <td>Common Equity Tier 1 capital</td> <td>€16,639m²⁾</td> <td>€16,611m³⁾</td> </tr> <tr> <td>Core capital (Tier 1 capital)</td> <td>€16,639m²⁾</td> <td>€16,611m³⁾</td> </tr> <tr> <td>Risk-weighted assets (including equivalents for market risk and operational risk)</td> <td>€78,711m</td> <td>€81,575m</td> </tr> <tr> <td>Common Equity Tier 1 capital ratio⁴⁾</td> <td>21.1%²⁾</td> <td>20.4%³⁾</td> </tr> <tr> <td>Core capital ratio (Tier 1 ratio)⁴⁾</td> <td>21.1%²⁾</td> <td>20.4%³⁾</td> </tr> </table> <p>* Figures shown in this column are audited and taken from the consolidated financial statements of HVB Group for the financial year ended 31 December 2017.</p> <p>† Figures shown in this column are audited and taken from the consolidated financial statements of HVB Group for the financial year ended 31 December 2016.</p> <p>1) Net operating profit results from the P/L line items net interest, dividends and other income from equity investments, net fees and commissions, net trading income, net other expenses/income, operating costs and net write-downs of loans and provisions for guarantees and commitments.</p> <p>2) in accordance with the consolidated financial statements of HVB Group for the financial year ended 31 December 2017 approved by the Supervisory Board of UniCredit Bank AG.</p> <p>3) in accordance with the consolidated financial statements of HVB Group for the financial year ended 31 December 2016 approved by the Supervisory Board of UniCredit Bank AG.</p> <p>4) calculated on the basis of risk-weighted assets, including equivalents for market risk and operational risk.</p> | Common Equity Tier 1 capital | €16,639m ²⁾ | €16,611m ³⁾ | Core capital (Tier 1 capital) | €16,639m ²⁾ | €16,611m ³⁾ | Risk-weighted assets (including equivalents for market risk and operational risk) | €78,711m | €81,575m | Common Equity Tier 1 capital ratio ⁴⁾ | 21.1% ²⁾ | 20.4% ³⁾ | Core capital ratio (Tier 1 ratio) ⁴⁾ | 21.1% ²⁾ | 20.4% ³⁾ |
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| Common Equity Tier 1 capital ratio ⁴⁾ | 21.1% ²⁾ | 20.4% ³⁾ | | | | | | | | | | | | | | | |
| Core capital ratio (Tier 1 ratio) ⁴⁾ | 21.1% ²⁾ | 20.4% ³⁾ | | | | | | | | | | | | | | | |
| | Statement with regard to no material adverse change in the prospects of the issuer since the date of its last published audited financial statements or a description of any material adverse change | There has been no material adverse change in the prospects of HVB Group since 31 December 2017, the date of its last published audited financial statements. | | | | | | | | | | | | | | | |
| | Description of significant change in the financial position subsequent to the period covered by | There has been no significant change in the financial position of HVB Group which has occurred since 31 December 2017. | | | | | | | | | | | | | | | |

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| | the historical financial information | |
| B.13 | Recent events | Not applicable. There are no recent events particular to UniCredit Bank which are to a material extent relevant to the evaluation of its solvency. |
| B.14 | B.5 plus statement of dependency upon other entities within the group | See B.5 Not applicable. UniCredit Bank is not dependent on any entity within HVB Group. |
| B.15 | Principal activities | <p>UniCredit Bank offers a comprehensive range of banking and financial products and services to private, corporate and public sector customers, international companies and institutional customers.</p> <p>This range extends from mortgage loans, consumer loans, savings-and-loan and insurance products, and banking services for private customers through to business loans and foreign trade financing and investment banking products for corporate customers.</p> <p>In the private banking and wealth management customer segments, UniCredit Bank offers comprehensive financial and asset planning with needs-based advisory services by generalists and specialists.</p> <p>HVB Group continues to be the centre of competence for the international markets and investment banking operations of the entire UniCredit. In addition, the Corporate & Investment Banking business segment acts as a product factory for customers in the Commercial Banking business segment.</p> |
| B.16 | Direct or indirect ownership or control | UniCredit S.p.A. holds directly 100% of UniCredit Bank's share capital. |

C. SECURITIES

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|-----|---|---|
| C.1 | Type and class of the securities | <p>Worst-of Bonus Cap Securities (with continuous Barrier observation) The Securities will be issued as Certificates with Nominal Amount. "Certificates" are debt instruments in dematerialized registered form pursuant to the Italian Consolidated Law on Financial Intermediation (<i>Testo Unico della Finanza</i>). "Nominal Amount" means EUR 100.00. The Securities are represented by a book entry. The holders of the Securities (the "Security Holders") are not entitled to receive definitive Securities. The ISIN is specified in the table in the annex to this Summary.</p> |
| C.2 | Currency of the securities issue | The Securities are issued in Euro (" EUR ") (the "Specified Currency"). |
| C.5 | Restrictions of any free transferability of the | Not applicable. The Securities are freely transferable. |

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| | securities | |
| C.8 | Rights attached to the securities, including ranking and limitations to those rights | <p>Governing law of the Securities</p> <p>The Securities, as to form and content, and all rights and obligations of the Issuer and the Security Holder shall be governed by the laws of the Republic of Italy.</p> <p>Rights attached to the Securities</p> <p>The Securities have a fixed term.</p> <p>The Securities do not bear interest or any additional amount.</p> <p>The Security Holders are entitled to the payment of the Redemption Amount (as defined in C.15) on the Final Payment Date (as defined in C.16).</p> <p>Limitation of the rights</p> <p>Upon the occurrence of one or more adjustment events (including, but not limited to, corporate actions, changes in the relevant trading conditions, contract specifications, a modification in the method of determination and/or publication of a Basket Component or the adjustment or early termination of derivatives linked to a Basket Component (the "Adjustment Events") the Calculation Agent will, acting in accordance with relevant market practice and in good faith, adjust the terms and conditions of these Securities and/or all prices of the Basket Components determined by the Calculation Agent on the basis of the terms and conditions of the Securities in such a way that the economic position of the Security Holders remains unchanged to the greatest extent possible.</p> <p>Upon the occurrence of one or more call events (e.g. if, in the event of an Adjustment Event, an adjustment is not possible or not reasonable with regard to the Issuer and/or the Security Holders) the Issuer may call the Securities extraordinarily and redeem the Securities at their Cancellation Amount. The "Cancellation Amount" is the fair market value of the Securities determined on the day specified in the relevant Final Terms by the Calculation Agent acting in accordance with relevant market practice and in good faith under then prevailing circumstances.</p> <p>Status of the Securities</p> <p>The obligations under the Securities constitute direct, unconditional and unsecured obligations of the Issuer and rank, unless provided otherwise by law, <i>pari passu</i> with all other unsecured unsubordinated present and future obligations of the Issuer.</p> |
| C.11 | Admission to trading | <p>Not applicable. No application of the Securities to be admitted to trading on a regulated or another equivalent market has been made.</p> <p>However, application to trading will be made with effect from 31 May 2018 on the following multilateral trading facilities (MTF): EuroTLX managed by EuroTLX SIM S.p.A.</p> <p>The UniCredit Bank AG (the "Market Maker") undertakes to provide liquidity in accordance with the market making rules of EuroTLX, where the Securities are expected to be traded. The obligations of the Market Maker are regulated by the rules of the markets organized and managed by EuroTLX, and the relevant instructions to such rules.</p> |

| | | |
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| C.15 | Effect of the underlying on the value of the securities | <p>The value of the Securities during their term depends decisively on the price of the Basket Components (as defined in C.20). In principle, the value of the Securities rises if the price of the Basket Components rises and the value of the Securities falls if the price of the Basket Components falls.</p> <p>The redemption on the Final Payment Date depends on the Worst Performance (final). The payment is at least equal to a Bonus Amount, if no Barrier Event has occurred. However, in all cases the payment is not greater than the Maximum Amount.</p> <p>"Worst Performance (final)" means, with respect to the Final Observation Dates, the performance of the Basket Component_i with the worst (lowest) performance. With respect to the Final Observation Dates, the performance of each Basket Component_i is calculated by the Calculation Agent as K_i (final) divided by K_i (initial).</p> <p>"Barrier Event" means that any published price of at least one Basket Component_i is equal to or lower than the respective Barrier_i during the Barrier Observation Period in the case of continuous observation.</p> <p>The "Barrier_i" is an amount expressed in the currency of the Underlying, which is specified as the Barrier Level times K_i (initial).</p> <p>If no Barrier Event has occurred, redemption is made on the Final Payment Date by payment of the Redemption Amount, which corresponds to the Maximum Amount.</p> <p>If a Barrier Event has occurred, redemption is made on the Final Payment Date by payment of the Redemption Amount, which corresponds to the Nominal Amount multiplied by the Worst Performance (final) and divided by the Strike.</p> <p>However, the Redemption Amount is in this case not greater than the Maximum Amount.</p> <p>The Initial Observation Dates, the Bonus Amount, the Maximum Amount, the Barrier Level and the Strike are specified in the annex to this Summary.</p> |
| C.16 | The expiration or maturity date of the derivative securities – the exercise date or final reference date | <p>The "Final Observation Dates", and the "Final Payment Date" specified in the table in the annex to this Summary.</p> |
| C.17 | Settlement procedure of the securities | <p>All payments shall be made to UniCredit Bank AG (the "Principal Paying Agent"). The Principal Paying Agent shall pay the amounts due to the Clearing System for credit to the respective accounts of the depository banks for transfer to the Security Holders.</p> <p>The payment to the Clearing System shall discharge the Issuer from its obligations under the Securities in the amount of such payment.</p> <p>"Clearing System" means Monte Titoli S.p.A.</p> |
| C.18 | Description of how any return on derivative securities | <p>Payment of the Redemption Amount on the Final Payment Date.</p> |

| | takes place | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|------|---|--|----------------------|-------------------|-------------------------------|----------------------|---|--------------|-------------------------------|----------------------|---|--------------|------------------------|----------------------|---|-------------------|-------------------------------|----------------------|---|--------------|-------------------------------|----------------------|---|--------------|------------------------|----------------------|---|-------------------|-------------------------------|----------------------|---|--------------|-------------|----------------------|---|--------------|------------------------|----------------------|---|-------------------|-------------------------------|----------------------|---|--------------|-------------|----------------------|---|--------------|------------------------|----------------------|---|-------------------|-------------------------------|----------------------|---|--------------|-------------|----------------------|---|--------------|------------------------|----------------------|---|-------------------|-------------------------------|----------------------|---|--------------|-------------|----------------------|---|--------------|------------------------|----------------------|
| C.19 | Exercise price or final reference price of the underlying | <p>"K_i (initial)" means K_i (initial) as specified in § 1 of the Product and Underlying Data .</p> <p>"K_i (final)" means the Reference Price of the Basket Component_i on the Final Observation Date.</p> | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| C.20 | Type of the underlying and description where information on the underlying can be found | <p>"Underlying" means a basket with the following shares as basket components (the "Basket Components").</p> <p>Bonus Cap Worst of ISIN DE000HV40SZ1</p> <table border="1"> <thead> <tr> <th>i</th> <th>ISIN_i</th> <th>Basket Component_i</th> <th>Website_i</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>IT0000062072</td> <td>Assicurazioni Generali S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> <tr> <td>2</td> <td>IT0000072618</td> <td>Intesa Sanpaolo S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> </tbody> </table> <p>Bonus Cap Worst of ISIN DE000HV40T07</p> <table border="1"> <thead> <tr> <th>i</th> <th>ISIN_i</th> <th>Basket Component_i</th> <th>Website_i</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>IT0000062072</td> <td>Assicurazioni Generali S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> <tr> <td>2</td> <td>IT0000072618</td> <td>Intesa Sanpaolo S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> </tbody> </table> <p>Bonus Cap Worst of DE000HV40T15</p> <table border="1"> <thead> <tr> <th>i</th> <th>ISIN_i</th> <th>Basket Component_i</th> <th>Website_i</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>IT0003128367</td> <td>Enel S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> <tr> <td>2</td> <td>IT0000072618</td> <td>Intesa Sanpaolo S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> </tbody> </table> <p>Bonus Cap Worst of DE000HV40T23</p> <table border="1"> <thead> <tr> <th>i</th> <th>ISIN_i</th> <th>Basket Component_i</th> <th>Website_i</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>IT0003128367</td> <td>Enel S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> <tr> <td>2</td> <td>IT0000072618</td> <td>Intesa Sanpaolo S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> </tbody> </table> <p>Bonus Cap Worst of DE000HV40T31</p> <table border="1"> <thead> <tr> <th>i</th> <th>ISIN_i</th> <th>Basket Component_i</th> <th>Website_i</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>IT0003128367</td> <td>Enel S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> <tr> <td>2</td> <td>IT0000072618</td> <td>Intesa Sanpaolo S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> </tbody> </table> <p>Bonus Cap Worst of DE000HV40T49</p> <table border="1"> <thead> <tr> <th>i</th> <th>ISIN_i</th> <th>Basket Component_i</th> <th>Website_i</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>IT0003128367</td> <td>Enel S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> <tr> <td>2</td> <td>IT0000072618</td> <td>Intesa Sanpaolo S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> </tbody> </table> | i | ISIN _i | Basket Component _i | Website _i | 1 | IT0000062072 | Assicurazioni Generali S.p.A. | www.borsaitaliana.it | 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it | i | ISIN _i | Basket Component _i | Website _i | 1 | IT0000062072 | Assicurazioni Generali S.p.A. | www.borsaitaliana.it | 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it | i | ISIN _i | Basket Component _i | Website _i | 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it | 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it | i | ISIN _i | Basket Component _i | Website _i | 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it | 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it | i | ISIN _i | Basket Component _i | Website _i | 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it | 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it | i | ISIN _i | Basket Component _i | Website _i | 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it | 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it |
| i | ISIN _i | Basket Component _i | Website _i | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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| i | ISIN _i | Basket Component _i | Website _i | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| i | ISIN _i | Basket Component _i | Website _i | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| i | ISIN _i | Basket Component _i | Website _i | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| i | ISIN _i | Basket Component _i | Website _i | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |

Bonus Cap Worst of DE000HV40T56

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it |
| 2 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40T64

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it |
| 2 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40T72

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it |
| 2 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40T80

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |
| 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40T98

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |
| 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TA2

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |
| 2 | IT0000062072 | Assicurazioni Generali S.p.A. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TB0

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |
| 2 | IT0000062072 | Assicurazioni Generali S.p.A. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TC8

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |
| 2 | IT0000062072 | Assicurazioni Generali S.p.A. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TD6

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | NL0000226223 | STMicroelectronics N.V. | www.borsaitaliana.it |
| 2 | NL0012059018 | EXOR N.V. | www.borsaitaliana.it |
| 3 | NL0010545661 | CNH Industrial N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TE4

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it |
| 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TF1

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it |
| 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TG9

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it |
| 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TH7

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|---------------------------------------|----------------------------|
| 1 | FR0000121014 | LVMH Moët Hennessy - Louis Vuitton SE | www.euronext.com |
| 2 | IT0001479374 | Luxottica Group S.p.A. | www.borsaitaliana.it |
| 3 | IT0004965148 | Moncler S.p.A. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TJ3

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|--|----------------------------|
| 1 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |
| 2 | IT0000062957 | Mediobanca Banca di Credito Finanziario S.p.A. | www.borsaitaliana.it |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TK1

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|--|----------------------------|
| 1 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |
| 2 | IT0000062957 | Mediobanca Banca di Credito Finanziario S.p.A. | www.borsaitaliana.it |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TL9

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | NL0000226223 | STMicroelectronics N.V. | www.borsaitaliana.it |
| 2 | IT0003487029 | Unione di Banche Italiane S.p.A | www.borsaitaliana.it |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TM7

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003497168 | Telecom Italia S.p.A. | www.borsaitaliana.it |
| 2 | NL0000226223 | STMicroelectronics N.V. | www.borsaitaliana.it |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TN5

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003497168 | Telecom Italia S.p.A. | www.borsaitaliana.it |
| 2 | IT0003487029 | Unione di Banche Italiane S.p.A | www.borsaitaliana.it |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TP0

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003497168 | Telecom Italia S.p.A. | www.borsaitaliana.it |
| 2 | IT0003487029 | Unione di Banche Italiane S.p.A. | www.borsaitaliana.it |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TQ8

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | DE0007664039 | Volkswagen AG (Vorzugsaktien) | www.xetra.com |
| 2 | FR0000131906 | Renault S.A. | www.euronext.com |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TR6

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | DE0007664039 | Volkswagen AG (Vorzugsaktien) | www.xetra.com |
| 2 | FR0000131906 | Renault S.A. | www.euronext.com |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TS4

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | DE0007664039 | Volkswagen AG (Vorzugsaktien) | www.xetra.com |
| 2 | FR0000131906 | Renault S.A. | www.euronext.com |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

For further information about the Basket Components and the past and the future performance of the Basket Components and their volatility, please refer to the Website_i, as specified in the table above.

D. RISKS

| | | |
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| D.2 | Key information on the key risks that are specific to the Issuer | <p><i>Potential investors should be aware that in the case of the occurrence of one of the below mentioned risk factors the securities may decline in value and that they may sustain a total loss of their investment.</i></p> <ul style="list-style-type: none"> • Macroeconomic risk <p>Risks from a deterioration in the macroeconomic development and/or the financial markets and from geopolitical uncertainties.</p> <ul style="list-style-type: none"> • Systemic risk <p>Risks from disruptions or the functional collapse of the financial system or parts of it.</p> |
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| | | <ul style="list-style-type: none"> • Credit risk <p>(i) Risks from changes in the credit rating of a contracting party (borrower, counterparty, issuer or country); (ii) Risks from a deterioration of the overall economic situation and negative effects on the demand for credit and the solvency of the borrowers of HVB Group; (iii) Risks from a decrease in value of credit collateral; (iv) Risks from derivative/trading business; (v) Risks from intra-group credit exposures; (vi) Risks from exposures to sovereigns / public sector.</p> • Market risk <p>(i) Risk of potential losses that can arise in response to adverse changes in market prices, other price-influencing parameters or trading-related events; (ii) Risk for trading and banking books from a deterioration in market conditions; (iii) Interest rate and foreign currency risk.</p> • Liquidity risk <p>(i) Risk that the HVB Group will not be able to meet its payment obligations on time or in full; (ii) Risks from the procurement of liquidity; (iii) Risks from intra-group liquidity transfers; (iv) Market liquidity risk.</p> • Operational risk <p>(i) Risk of losses resulting from inadequate or failed internal processes, systems, human errors or external events; (ii) IT risks; (iii) Legal and tax risks; (iv) Compliance risk (v) Business continuity management risk.</p> • Business risk <p>Risks of losses arising from unexpected negative changes in the business volume and/or margins.</p> • Real estate risk <p>Risk of losses resulting from changes in the market value of the real estate portfolio of HVB Group.</p> • Financial investment risk <p>Risk of losses resulting from fluctuations in the measurement of HVB Group's equity interest.</p> • Reputational risk <p>Risk of negative effects on the income statement caused by adverse reactions by stakeholders due to a changed perception of HVB Group.</p> • Strategic risk <p>(i) Risk that results from management either not recognising early enough or not correctly assessing significant developments or trends in the bank's environment; (ii) Risks arising from the strategic orientation of HVB Group's business model; (iii) Industry specific risk; (iv) Risks arising from a change in HVB's rating.</p> • Regulatory risks <p>(i) Risks arising from changes to the regulatory and statutory environment of HVB Group; (ii) Risks in connection with the International Financial Reporting Standards 9 (IFRS 9); (iii) Risks in connection with potential resolution measures or a reorganisation proceeding.</p> • Pension risk <p>Risk that the pension provider will have to provide additional capital to service the vested pension commitments.</p> • Risks arising from outsourcing activities <p>Cross-risk-type, which affects the following risk types in particular: operational risk, reputational risk, strategic risk, business risk, credit risk,</p> |
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| | | <p>market risk and liquidity risk.</p> <ul style="list-style-type: none"> • Risks from concentrations of risk and earnings <p>Risks from concentrations of risk and earnings indicate increased potential losses and represent a business-related strategy risk for HVB Group.</p> <ul style="list-style-type: none"> • Risks from the stress testing measures imposed by EZB <p>The business performance of HVB and HVB Group could be negatively affected in case of a poor stress test performance by HVB, HVB Group, UniCredit S.p.A. or one of the financial institutions with which they do business.</p> <ul style="list-style-type: none"> • Risks from inadequate risk measurement models <p>It is possible that the internal models of HVB and HVB Group could be rated as inadequate following investigations or verification through the regulatory authorities, or that they could underestimate existing risks.</p> <ul style="list-style-type: none"> • Unidentified/unexpected risks <p>HVB and HVB Group could incur greater losses than those calculated with the current methods or losses previously left out of its calculations entirely.</p> |
| D.6 | Key information on the key risks that are specific to the securities | <p>In the opinion of the Issuer, the key risks described below may, with regard to the Security Holder, adversely affect the value of the Securities and/or the amounts to be distributed (including the delivery of any quantity of Underlyings to be delivered) under the Securities and/or the ability of Security Holders to sell the Securities at a reasonable price prior to the final payment date of the Securities.</p> <ul style="list-style-type: none"> • Potential conflicts of interest <p>The risk of conflicts of interest (as described in E.4) is related to the possibility that the Issuer, distributors or any of their affiliates, in relation to certain functions or transactions, may pursue interests which may be adverse to or do not regard the interests of the Security Holders.</p> <ul style="list-style-type: none"> • Key risks related to the Securities <p>Key risks related to the market</p> <p>Under certain circumstances a Security Holder may not be able to sell his Securities at all or at an adequate price prior to their redemption. Even in the case of an existing secondary market it cannot be ruled out that the Security Holder may not be in a position to dispose of the Securities in the case of an unfavourable development of the Underlying or of a currency exchange rate, e.g. if such development occurs outside of the trading hours of the Securities.</p> <p>The market value of the Securities will be affected by the creditworthiness of the Issuer and a number of other factors (e.g., exchange rates, prevailing interest and yield rates, the market for similar securities, the general economic, political and cyclical conditions, the tradability of the Securities and Underlying-related factors) and may be substantially lower than the Nominal Amount or the purchase price.</p> <p>Security Holders may not rely on being able to sufficiently hedge against price risks arising from the Securities at any time.</p> <p>Key risks related to the Securities in general</p> <p>The Issuer may possibly fail to perform its obligations under the Securities in whole or in part, e.g., in case of an insolvency of the Issuer or due to governmental or regulatory interventions. Such risk is not protected by a deposit protection scheme or any similar compensation scheme.</p> <p>An investment into the Securities may be illegal or unfavourable for a potential investor or not suitable, with regard to his knowledge or</p> |

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| | <p>experience and his financial needs, goals and situation.</p> <p>The real rate of return of an investment into the Securities may be reduced or may be zero or even negative (e.g., due to incidental costs in connection with the purchase, holding and disposal of the Securities, future money depreciation (inflation) or tax effects).</p> <p>The redemption amount may be less than the Issue Price or the respective purchase price and, under certain circumstances, no interest or ongoing payments will be made.</p> <p>The proceeds from the Securities may possibly not be sufficient to make interest or principal payments arising from a financing purchase of the Securities and require additional capital.</p> <p><i>Risks related to Underlying-linked Securities</i></p> <p><i>Risks arising from the influence of the Underlying on the market value of the Securities</i></p> <p>The market value of the Securities and the amounts payable under the Securities significantly depend on the price of the Underlying. It is not possible to predict the price development of the Underlying in the future. Additionally, the market value of the Securities will be affected by a number of Underlying-related factors.</p> <p><i>Risks arising from the fact that the observation of the Underlying occurs only at specified dates or times or periods</i></p> <p>Due to the fact that the observation of the Underlying [or its components] may occur only at specified dates, times or periods, amounts payable under the Securities may be considerably lower than the price of the Underlying [or its components] may have suggested.</p> <p><i>Risks related to conditional payments: Impact of thresholds or limits</i></p> <p>The payment and/or the extent of such amounts depend on the performance of the Underlying.</p> <p>Certain amounts only may be payable if certain thresholds or limits have been reached or if certain events have occurred.</p> <p><i>Risks related to Barrier Events</i></p> <p>If a Barrier Event occurs, in particular, a conditional minimum payment may forfeit and the Security Holder may lose his invested capital in total or in part.</p> <p><i>Risks related to a Strike</i></p> <p>The Security Holders may participate either to a lesser extent in a favourable performance or to a greater extent in an unfavourable performance of the Underlying.</p> <p><i>Risks related to a Maximum Amount</i></p> <p>The potential return from the Securities may be limited.</p> <p><i>Reinvestment Risk</i></p> <p>Security Holders may only reinvest the principal received due to an early repayment of the Securities to less favourable conditions.</p> <p><i>Risks related to Adjustment Events</i></p> <p>Adjustments may have a substantial negative impact on the value and the future performance of the Securities as well as on the amounts to be distributed under the Securities. Adjustment events may also lead to an extraordinary early termination of the Securities.</p> <p><i>Risks related to Call Events</i></p> <p>Upon the occurrence of a Call Event the Issuer has the right to extraordinarily call the Securities at their market value. If the market value</p> |
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| | | <p>of the Securities at the relevant time is lower than the Issue Price or the purchase price, the respective Security Holder will suffer a partial or total loss of its invested capital even if the Securities provide for a conditional minimum payment.</p> <p><i>Risks related to Market Disruption Events</i></p> <p>The Calculation Agent may defer valuations and payments and make determination in its reasonable discretion. Security Holders are not entitled to demand interest due to such delayed payment.</p> <ul style="list-style-type: none"> • Key risks related to the Underlying <p>General risks</p> <p><i>No rights of ownership of the Underlying</i></p> <p>The Underlying will not be held by the Issuer for the benefit of the Security Holders, and as such, Security Holders will not obtain any rights of ownership (e.g., voting rights, rights to receive dividends or other distributions or other rights) with respect to the Underlying.</p> <p><i>Risks related to the Worst-of Element</i></p> <p>Any amounts to be distributed under the Securities may be determined by reference to the price or the performance of the Basket Component with the worst/lowest performance only.</p> <p>Key risks related to shares</p> <p>The performance of Share-linked Securities depends on the performance of the respective shares, which may be subject to certain factors. Dividend payments may have an adverse effect on the Security Holder.</p> <p>The Securities are not capital protected. Investors may lose the value of their entire investment or part of it.</p> |
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E. OFFER

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| E.2b | Reasons for the offer and use of proceeds when different from making profit and/or hedging certain risks | Not applicable; the net proceeds from each issue of Securities will be used by the Issuer for its general corporate purposes, i.e. making profit and/or hedging certain risks. |
| E.3 | Description of the terms and conditions of the offer | <p>Day of the first public offer: 30 May 2018</p> <p>A public offer will be made in Italy.</p> <p>The smallest transferable unit is 1 Certificate.</p> <p>The smallest tradable unit is 1 Certificate.</p> <p>The Securities will be offered to qualified investors, retail investors and/or institutional investors by way of public offerings.</p> <p>As of the day of the first public offer the Securities will be offered on a continuous basis.</p> <p>The continuous offer will be made on current ask prices provided by the Issuer.</p> <p>The public offer may be terminated by the Issuer at any time without giving any reason.</p> |
| E.4 | Any interest | Any distributors and/or its affiliates may be customers of, and borrowers |

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| | <p>that is material to the issue/offer including conflicting interest</p> | <p>from the Issuer and its affiliates. In addition, any of such distributors and their affiliates may have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform services for the Issuer and its affiliates in the ordinary course of business.</p> <p>With regard to trading of the Securities the Issuer has a conflict of interest being also the Market Maker on the EuroTLX. Moreover the EuroTLX is organized and managed by EuroTLX SIM S.p.A., a company in which UniCredit S.p.A. – the Holding Company of UniCredit Bank AG as the Issuer – has a stake in. The Issuer is also the arranger and the Calculation Agent of the Securities. The Issuer or any of its affiliates acts as a calculation agent or paying agent.</p> <p>Besides, conflicts of interest in relation to the Issuer or the persons entrusted with the offer may arise for the following reasons:</p> <ul style="list-style-type: none"> • The Issuer specifies the Issue Price. • The Issuer and one of its affiliates act as Market Maker of the Securities (however, no such obligation exists). • Distributors may receive inducements from the Issuer. • The Issuer, any Distributor and any of their affiliates act as Calculation Agent or Paying Agent in relation to the Securities. • From time to time, the Issuer, any Distributor and any of its affiliates may be involved in transactions on their own account or on the account of their clients, which affect the liquidity or the price of the Underlying or its components. • The Issuer, any Distributor and its affiliates may issue securities in relation to the Underlying or its components on which already other securities have been issued. • The Issuer, any Distributor and any of its affiliates may possess or obtain material information about the Underlying or its components (including publicly not accessible information) in connection with its business activities or otherwise. • The Issuer, any Distributor and any of their affiliates may engage in business activities with the issuer of the Underlying or its components, its affiliates, competitors or guarantors. • The Issuer, any Distributor and any of their affiliates may also act as a member of a syndicate of banks, as financial advisor or as bank of a sponsor or issuer of the Underlying or its components. |
| E.7 | <p>Estimated expenses charged to the investor by the Issuer or the distributor</p> | <p>Not applicable. No such expenses will be charged to the investor by the Issuer or a distributor. However, other charges like custody fees or transaction fees might be charged.</p> |

ANNEX TO THE SUMMARY

| ISIN (C.1) | K_i (initial) | Bonus Amount (C.15) | Barrier Level (C.15) | Strike (C.15) | Maximum Amount (C.15) |
|-------------------|--|----------------------------|-----------------------------|----------------------|------------------------------|
| DE000HV40SZ1 | i=1 EUR 14.905 i=2 EUR 2.7245 | EUR 106.50 | 65 % | 100 % | EUR 106.50 |
| DE000HV40T07 | i=1 EUR 14.905 i=2 EUR 2.7245 | EUR 110.00 | 65 % | 100 % | EUR 110.00 |
| DE000HV40T15 | i=1 EUR 4.859 i=2 EUR 2.7245 | EUR 107.00 | 65 % | 100 % | EUR 107.00 |
| DE000HV40T23 | i=1 EUR 4.859 i=2 EUR 2.7245 | EUR 111.00 | 70 % | 100 % | EUR 111.00 |
| DE000HV40T31 | i=1 EUR 4.859 i=2 EUR 2.7245 | EUR 109.50 | 60 % | 100 % | EUR 109.50 |
| DE000HV40T49 | i=1 EUR 4.859 i=2 EUR 2.7245 | EUR 119.50 | 70 % | 100 % | EUR 119.50 |
| DE000HV40T56 | i=1 EUR 4.859 i=2 EUR 15.778 | EUR 107.00 | 70 % | 100 % | EUR 107.00 |
| DE000HV40T64 | i=1 EUR 4.859 i=2 EUR 15.778 | EUR 111.50 | 75 % | 100 % | EUR 111.50 |
| DE000HV40T72 | i=1 EUR 4.859 i=2 EUR 15.778 | EUR 112.50 | 70 % | 100 % | EUR 112.50 |
| DE000HV40T80 | i=1 EUR 15.778 i=2 EUR 2.7245 | EUR 111.00 | 70 % | 100 % | EUR 111.00 |
| DE000HV40T98 | i=1 EUR 15.778 i=2 EUR 2.7245 | EUR 116.00 | 70 % | 100 % | EUR 116.00 |
| DE000HV40TA2 | i=1 EUR 14.905 i=2 EUR 15.778 | EUR 107.00 | 70 % | 100 % | EUR 107.00 |
| DE000HV40TB0 | i=1 EUR 14.905 i=2 EUR 15.778 | EUR 110.50 | 75 % | 100 % | EUR 110.50 |
| DE000HV40TC8 | i=1 EUR 14.905 i=2 EUR 15.778 | EUR 114.50 | 70 % | 100 % | EUR 114.50 |
| DE000HV40TD6 | i=1 EUR 10.685 i=2 EUR 63.04 i=3 EUR 20.20 | EUR 120.50 | 70 % | 100 % | EUR 120.50 |
| DE000HV40TE4 | i=1 EUR 4.859 i=2 EUR 18.776 | EUR 111.00 | 60 % | 100 % | EUR 111.00 |

| | | | | | |
|--------------|---|------------|------|-------|------------|
| | i=3 EUR 2.7245 | | | | |
| DE000HV40TF1 | i=1 EUR 4.859 i=2 EUR 18.776 i=3 EUR 2.7245 | EUR 116.00 | 65 % | 100 % | EUR 116.00 |
| DE000HV40TG9 | i=1 EUR 4.859 i=2 EUR 18.776 i=3 EUR 2.7245 | EUR 121.00 | 60 % | 100 % | EUR 121.00 |
| DE000HV40TH7 | i=1 EUR 54.30 i=2 EUR 305.05 i=3 EUR 37.83 | EUR 122.00 | 70 % | 100 % | EUR 122.00 |
| DE000HV40TJ3 | i=1 EUR 15.778 i=2 EUR 18.776 i=3 EUR 8.876 | EUR 112.50 | 65 % | 100 % | EUR 112.50 |
| DE000HV40TK1 | i=1 EUR 15.778 i=2 EUR 18.776 i=3 EUR 8.876 | EUR 119.00 | 65 % | 100 % | EUR 119.00 |
| DE000HV40TL9 | i=1 EUR 18.776 i=2 EUR 20.20 i=3 EUR 3.735 | EUR 133.00 | 70 % | 100 % | EUR 133.00 |
| DE000HV40TM7 | i=1 EUR 18.776 i=2 EUR 20.20 i=3 EUR 0.731 | EUR 137.00 | 70 % | 100 % | EUR 137.00 |
| DE000HV40TN5 | i=1 EUR 18.776 i=2 EUR 0.731 i=3 EUR 3.735 | EUR 115.50 | 60 % | 100 % | EUR 115.50 |
| DE000HV40TP0 | i=1 EUR 18.776 i=2 EUR 0.731 i=3 EUR 3.735 | EUR 122.00 | 60 % | 100 % | EUR 122.00 |
| DE000HV40TQ8 | i=1 EUR 18.776 i=2 EUR 85.49 i=3 EUR 167.40 | EUR 110.50 | 60 % | 100 % | EUR 110.50 |
| DE000HV40TR6 | i=1 EUR 18.776 i=2 EUR 85.49 i=3 EUR 167.40 | EUR 117.00 | 60 % | 100 % | EUR 117.00 |
| DE000HV40TS4 | i=1 EUR 18.776 i=2 EUR 85.49 | EUR 122.50 | 60 % | 100 % | EUR 122.50 |

| | | | | |
|--|----------------|--|--|--|
| | i=3 EUR 167.40 | | | |
|--|----------------|--|--|--|

| ISIN (C.1) | Initial Observation Date (C.15) | Final Observation Dates (C.16) | Final Payment Date (C.16) | Expiry Date (Data di Scadenza) |
|-------------------|--|---------------------------------------|----------------------------------|---|
| DE000HV40SZ1 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40T07 | 24.05.2018 | 20.09.2019 | 27.09.2019 | 20.09.2019 |
| DE000HV40T15 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40T23 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40T31 | 24.05.2018 | 13.12.2019 | 20.12.2019 | 13.12.2019 |
| DE000HV40T49 | 24.05.2018 | 13.12.2019 | 20.12.2019 | 13.12.2019 |
| DE000HV40T56 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40T64 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40T72 | 24.05.2018 | 20.09.2019 | 27.09.2019 | 20.09.2019 |
| DE000HV40T80 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40T98 | 24.05.2018 | 20.09.2019 | 27.09.2019 | 20.09.2019 |
| DE000HV40TA2 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40TB0 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40TC8 | 24.05.2018 | 13.12.2019 | 20.12.2019 | 13.12.2019 |
| DE000HV40TD6 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40TE4 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40TF1 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40TG9 | 24.05.2018 | 13.12.2019 | 20.12.2019 | 13.12.2019 |
| DE000HV40TH7 | 24.05.2018 | 13.12.2019 | 20.12.2019 | 13.12.2019 |
| DE000HV40TJ3 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40TK1 | 24.05.2018 | 20.09.2019 | 27.09.2019 | 20.09.2019 |
| DE000HV40TL9 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |

| | | | | |
|--------------|------------|------------|------------|------------|
| DE000HV40TM7 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40TN5 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40TP0 | 24.05.2018 | 20.09.2019 | 27.09.2019 | 20.09.2019 |
| DE000HV40TQ8 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40TR6 | 24.05.2018 | 20.09.2019 | 27.09.2019 | 20.09.2019 |
| DE000HV40TS4 | 24.05.2018 | 13.12.2019 | 20.12.2019 | 13.12.2019 |

NOTA DI SINTESI

Le Note di Sintesi sono costituite da requisiti informativi denominati "**Elementi**". Tali Elementi sono numerati nelle sezioni A – E (A.1 – E.7).

La presente Nota di Sintesi contiene tutti gli Elementi richiesti riguardo alla tipologia di strumenti finanziari e di emittente. Dal momento che alcuni Elementi non risultano rilevanti, la sequenza numerica degli Elementi potrebbe non essere completa.

Nonostante alcuni Elementi debbano essere inseriti nella presente Nota di Sintesi riguardo alla tipologia di strumento finanziario e di emittente, può accadere che non sia possibile fornire alcuna informazione utile in merito ad alcuni Elementi. In tal caso nella Nota di Sintesi sarà contenuta una breve descrizione dell'Elemento con l'indicazione 'Non applicabile'.

A. INTRODUZIONE E AVVERTENZE

| | | |
|-----|--|---|
| A.1 | Avvertenza | <p>La presente Nota di Sintesi va letta come un'introduzione al Prospetto di Base.</p> <p>Qualsiasi decisione di investire negli Strumenti Finanziari rilevanti dovrebbe basarsi sull'esame da parte dell'investitore del Prospetto di Base completo.</p> <p>Qualora sia presentato un ricorso dinanzi all'autorità giudiziaria in merito alle informazioni contenute nel presente Prospetto di Base, l'investitore ricorrente potrebbe essere tenuto, a norma del diritto nazionale degli Stati membri, a sostenere le spese di traduzione del Prospetto di Base prima dell'inizio del procedimento.</p> <p>La responsabilità per la presente Nota di Sintesi, comprese le eventuali traduzioni della stessa, incombe su UniCredit Bank AG ("UniCredit Bank", "l'Emittente" o "HVB"), Arabellastraße 12, 81925 Monaco, quale Emittente, e su ogni altro soggetto da cui è stata redatta, ma soltanto qualora la Nota di Sintesi risulti fuorviante, imprecisa o incoerente se letta insieme alle altre parti del Prospetto di Base o non contenga, se letta insieme alle altre parti del Prospetto di Base, le informazioni fondamentali.</p> |
| A.2 | Consenso all'utilizzo del prospetto di base | Salvo quanto previsto ai successivi paragrafi, l'Emittente fornisce il suo generale consenso all'utilizzo del Prospetto di Base, durante il Periodo di Offerta, per una rivendita successiva o collocamento finale degli Strumenti Finanziari da parte di intermediari finanziari. |
| | Indicazione del periodo di offerta | La rivendita o il collocamento finale degli Strumenti Finanziari da parte di intermediari finanziari sono ammessi ed è dato il consenso all'utilizzo del Prospetto di Base nel corso del periodo di validità del Prospetto di Base. |
| | Altre condizioni alle quali è soggetto il consenso | <p>Il consenso dell'Emittente all'utilizzo del Prospetto di Base è subordinato alla condizione che ciascun intermediario finanziario osservi le restrizioni di vendita applicabili, nonché i termini e le condizioni dell'offerta.</p> <p>Inoltre, il consenso dell'Emittente all'utilizzo del Prospetto di Base è subordinato alla condizione che l'intermediario finanziario, utilizzando il Prospetto di Base, si impegni verso gli investitori ad una distribuzione responsabile degli Strumenti Finanziari. Tale impegno viene assunto con la</p> |

| | | |
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| | | pubblicazione da parte dell'intermediario finanziario sul proprio sito web della conferma che il prospetto viene utilizzato con il consenso dell'Emittente e fatte salve le condizioni stabilite con il consenso. |
| | Condizioni dell'offerta effettuata da parte di un intermediario finanziario | Le informazioni relative ai termini e alle condizioni dell'offerta effettuata da parte di un intermediario finanziario sono fornite dall'intermediario finanziario stesso agli investitori al momento dell'offerta. |

B. EMITTENTE

| | | |
|------|---|---|
| B.1 | Denominazione legale e commerciale | UniCredit Bank AG (congiuntamente con le proprie controllate consolidate " Gruppo HVB ") è la denominazione legale. HypoVereinsbank è la denominazione commerciale. |
| B.2 | Domicilio / Forma giuridica / Legislazione in base alla quale opera / Paese di costituzione | UniCredit Bank ha la propria sede legale in Arabellastraße 12, 81925 Monaco, è stata costituita ai sensi del diritto tedesco, è iscritta presso il Registro delle imprese di Monaco (<i>Amtsgericht</i>) al numero HRB 42148, nella forma di società per azioni ai sensi delle leggi della Repubblica Federale Tedesca. |
| B.4b | Tendenze note riguardanti l'Emittente e i settori in cui opera | L'andamento del Gruppo HVB sarà influenzato anche nel 2018 dal futuro sviluppo dei mercati finanziari e dell'economia reale, nonché da fattori imponderabili ad essi relativi. In tale contesto, il Gruppo HVB riesamina la propria strategia di business su base regolare e specifica e la modifica, ove necessario. |
| B.5 | Descrizione del gruppo e della posizione dell'Emittente all'interno del gruppo | UniCredit Bank è la capogruppo del Gruppo HVB. Il Gruppo HVB detiene, direttamente ed indirettamente, partecipazioni azionarie in varie società. UniCredit Bank è una controllata di UniCredit S.p.A., Roma (" UniCredit S.p.A. ", e congiuntamente alle proprie collegate e c/o controllate " UniCredit ") dal novembre 2005 ed a partire da tale data una componente rilevante di UniCredit quale sottogruppo. UniCredit S.p.A. detiene direttamente il 100% del capitale sociale di UniCredit Bank. |
| B.9 | Previsione o stima degli utili | Non applicabile; l'Emittente non predispone previsioni o stime degli utili. |
| B.10 | Eventuali rilievi contenuti nella relazione di | Non applicabile; Deloitte GmbH Wirtschaftsprüfungsgesellschaft, quale revisore indipendente (Wirtschaftsprüfer) di UniCredit Bank, ha sottoposto a revisione i bilanci consolidati (Konzernabschluss) del Gruppo HVB per l'esercizio chiuso al |

| | revisione relativa alle informazioni finanziarie relative agli esercizi passati | 31 dicembre 2016 e per l'esercizio chiuso al 31 dicembre 2017 e il bilancio non consolidato (Einzelabschluss) di UniCredit Bank per l'esercizio chiuso al 31 dicembre 2017 ed ha emesso in entrambi i casi un parere di verifica senza riserve in merito. | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|---|---|---|--|-------------------------------|-------------------------------|---------------------------------------|---------|---------|---------------------------|---------|-------|-------------------|---------|-------|------------------|-------|-------|--|--|--|--------------------------------------|-------------------|-------------------|-----------------|-----------|-----------|------------------|----------|----------|--|--|--|--|-------------------|-------------------|-------------------------------|------------------------|------------------------|---|------------------------|------------------------|---|----------|----------|--|---------------------|---------------------|---|---------------------|---------------------|
| B.12 | Principali informazioni finanziarie selezionate relative agli esercizi passati | <p>Principali Indicatori Finanziari Consolidati al 31 dicembre 2017</p> <table border="1"> <thead> <tr> <th>Principali indicatori economici</th> <th>1/1/2017 – 31/12/2017*</th> <th>1/1/2016 – 31/12/2016†</th> </tr> </thead> <tbody> <tr> <td>Margine operativo netto ¹⁾</td> <td>€1.517m</td> <td>€1.096m</td> </tr> <tr> <td>Utile prima delle imposte</td> <td>€1.597m</td> <td>€297m</td> </tr> <tr> <td>Utile consolidato</td> <td>€1.336m</td> <td>€157m</td> </tr> <tr> <td>Utile per azione</td> <td>€1,66</td> <td>€0,19</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> <tr> <th>Dati dello stato patrimoniale</th> <th>31/12/2017</th> <th>31/12/2016</th> </tr> <tr> <td>Attività totali</td> <td>€299.060m</td> <td>€302.090m</td> </tr> <tr> <td>Patrimonio netto</td> <td>€18.874m</td> <td>€20.420m</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> <tr> <th>Principali rapporti di capitale</th> <th>31/12/2017</th> <th>31/12/2016</th> </tr> <tr> <td>Capitale primario di classe 1</td> <td>€16.639m²⁾</td> <td>€16.611m³⁾</td> </tr> <tr> <td>Capitale di base (capitale di classe 1)</td> <td>€16.639m²⁾</td> <td>€16.611m³⁾</td> </tr> <tr> <td>Attività ponderate in base al rischio (compresi gli equivalenti per rischio di mercato e rischio operativo)</td> <td>€78.711m</td> <td>€81.575m</td> </tr> <tr> <td>Coefficiente del capitale primario di classe 1⁴⁾</td> <td>21,1%²⁾</td> <td>20,4%³⁾</td> </tr> <tr> <td>Coefficiente di capitale di base (coefficiente di capitale di classe 1)⁴⁾</td> <td>21,1%²⁾</td> <td>20,4%³⁾</td> </tr> </tbody> </table> <p>* I dati di cui alla presente colonna sono certificati e tratti dal fascicolo di bilancio consolidato del Gruppo HVB per l'esercizio chiuso al 31 dicembre 2017.</p> <p>† I dati di cui alla presente colonna sono certificati e tratti dal fascicolo di bilancio consolidato del Gruppo HVB per l'esercizio chiuso al 31 dicembre 2016.</p> | Principali indicatori economici | 1/1/2017 – 31/12/2017* | 1/1/2016 – 31/12/2016† | Margine operativo netto ¹⁾ | €1.517m | €1.096m | Utile prima delle imposte | €1.597m | €297m | Utile consolidato | €1.336m | €157m | Utile per azione | €1,66 | €0,19 | | | | Dati dello stato patrimoniale | 31/12/2017 | 31/12/2016 | Attività totali | €299.060m | €302.090m | Patrimonio netto | €18.874m | €20.420m | | | | Principali rapporti di capitale | 31/12/2017 | 31/12/2016 | Capitale primario di classe 1 | €16.639m ²⁾ | €16.611m ³⁾ | Capitale di base (capitale di classe 1) | €16.639m ²⁾ | €16.611m ³⁾ | Attività ponderate in base al rischio (compresi gli equivalenti per rischio di mercato e rischio operativo) | €78.711m | €81.575m | Coefficiente del capitale primario di classe 1 ⁴⁾ | 21,1% ²⁾ | 20,4% ³⁾ | Coefficiente di capitale di base (coefficiente di capitale di classe 1) ⁴⁾ | 21,1% ²⁾ | 20,4% ³⁾ |
| Principali indicatori economici | 1/1/2017 – 31/12/2017* | 1/1/2016 – 31/12/2016† | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Margine operativo netto ¹⁾ | €1.517m | €1.096m | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Utile prima delle imposte | €1.597m | €297m | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Utile consolidato | €1.336m | €157m | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Utile per azione | €1,66 | €0,19 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Dati dello stato patrimoniale | 31/12/2017 | 31/12/2016 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Attività totali | €299.060m | €302.090m | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Patrimonio netto | €18.874m | €20.420m | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Principali rapporti di capitale | 31/12/2017 | 31/12/2016 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Capitale primario di classe 1 | €16.639m ²⁾ | €16.611m ³⁾ | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Capitale di base (capitale di classe 1) | €16.639m ²⁾ | €16.611m ³⁾ | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Attività ponderate in base al rischio (compresi gli equivalenti per rischio di mercato e rischio operativo) | €78.711m | €81.575m | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Coefficiente del capitale primario di classe 1 ⁴⁾ | 21,1% ²⁾ | 20,4% ³⁾ | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Coefficiente di capitale di base (coefficiente di capitale di classe 1) ⁴⁾ | 21,1% ²⁾ | 20,4% ³⁾ | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |

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|--|---|--|
| | | <ol style="list-style-type: none"> 1) Il margine operativo netto risulta dalle seguenti voci del conto economico: interessi netti, dividendi e altri proventi derivanti da investimenti in partecipazioni, oneri netti e commissioni, utili netti derivanti da negoziazione, altri oneri/proventi netti, costi operativi e svalutazioni su prestiti e accantonamenti per garanzie e impegni. 2) in conformità al fascicolo di bilancio consolidato del Gruppo HVB per l'esercizio chiuso al 31 dicembre 2017 approvato dal Consiglio di Sorveglianza di UniCredit Bank AG 3) in conformità al fascicolo di bilancio consolidato del Gruppo HVB per l'esercizio chiuso al 31 dicembre 2016 approvato dal Consiglio di Sorveglianza di UniCredit Bank AG 4) calcolato sulla base delle attività ponderate in base al rischio, compresi gli equivalenti per rischio di mercato e per rischio operativo. |
| | Dichiarazione relativa alla mancanza di cambiamenti negativi sostanziali delle prospettive dell'emittente dalla data di pubblicazione dell'ultimo bilancio sottoposto a revisione pubblicato o descrizione degli eventuali cambiamenti negativi sostanziali | Non vi è stato alcun cambiamento negativo sostanziale delle prospettive del Gruppo HVB successivamente al 31 dicembre 2017, data di pubblicazione dell'ultimo bilancio certificato del Gruppo HVB. |
| | Descrizione di cambiamenti significativi della situazione finanziaria o commerciale successiva al periodo cui si riferiscono le informazioni finanziarie relative agli | Non si è verificato alcun cambiamento rilevante nella situazione finanziaria del Gruppo HVB avvenuto successivamente al 31 dicembre 2017. |

| | | |
|------|--|---|
| | esercizi passati | |
| B.13 | Eventi recenti | Non applicabile. Non si è verificato alcun recente evento riguardante UniCredit Bank sostanzialmente rilevante per la valutazione della propria solvibilità. |
| B.14 | B.5 e dichiarazione di dipendenza da altri soggetti all'interno del Gruppo | Si veda B.5 Non applicabile. UniCredit Bank non è dipendente (<i>dependent</i>) da alcuna società del Gruppo HVB . |
| B.15 | Principali attività dell'Emittente | <p>UniCredit Bank offre una svariata gamma di prodotti bancari e finanziari e servizi ai clienti nel settore privato, commerciale (<i>corporate</i>) e pubblico, a società internazionali e ai clienti istituzionali.</p> <p>La gamma di prodotti e servizi si estende ai mutui ipotecari, ai crediti al consumo, al risparmio e al prestito oltre a prodotti assicurativi e servizi bancari per i clienti del settore privato nonché prestiti commerciali e finanziamenti all'export e prodotti di <i>investment banking</i> per i clienti del settore <i>corporate</i>.</p> <p>Nei segmenti di clientela relativi al <i>private banking</i> e al <i>wealth management</i>, UniCredit Bank AG offre una gamma completa di servizi finanziari e di pianificazione patrimoniale con servizi di consulenza commisurati alle esigenze da parte di soggetti generalisti e specialisti.</p> <p>Il Gruppo HVB continua a configurare il centro di competenza per i mercati internazionali e le attività di <i>investment banking</i> dell'intera UniCredit. Inoltre, il segmento Corporate & Investment Banking funge anche da elaboratore di prodotti per i clienti del segmento Commercial Banking.</p> |
| B.16 | Possesso o controllo diretto o indiretto | UniCredit S.p.A. detiene direttamente il 100% del capitale sociale di UniCredit Bank. |

C. STRUMENTI FINANZIARI

| | | |
|-----|---|--|
| C.1 | Descrizione del tipo e della classe degli Strumenti Finanziari | <p>Strumenti Finanziari Worst-of Bonus Cap (con osservazione continua di Barriera)</p> <p>Gli Strumenti Finanziari saranno emessi come Certificati con Valore Nominale.</p> <p>I "Certificati" sono titoli di debito nominativi dematerializzati ai sensi del Testo Unico in materia di intermediazione finanziaria (<i>Testo Unico della Finanza</i>).</p> <p>"Valore Nominale" significa EUR 100.00.</p> <p>Gli Strumenti Finanziari sono rappresentati da una registrazione contabile. I portatori degli Strumenti Finanziari (i "Titolari") non sono autorizzati a ricevere Strumenti Finanziari in forma effettiva.</p> <p>L'ISIN è specificato nella tabella contenuta nell'allegato alla presente Nota di Sintesi.</p> |
| C.2 | Valuta di emissione degli Strumenti Finanziari | <p>Gli Strumenti Finanziari saranno emessi in Euro ("EUR") (la "Valuta di Emissione").</p> |
| C.5 | Eventuali restrizioni alla libera trasferibilità degli strumenti finanziari | <p>Non applicabile. Non sono previste restrizioni alla libera trasferibilità degli Strumenti Finanziari.</p> |
| C.8 | Descrizione dei diritti connessi agli strumenti finanziari compreso il " <i>ranking</i> " e le restrizioni a tali diritti | <p>Diritto applicabile agli Strumenti Finanziari</p> <p>Gli Strumenti Finanziari, per forma e contenuto, e tutti i diritti ed obblighi dell'Emittente e dei Titolari, sono regolati dalla legge della Repubblica Italiana.</p> <p>Diritti collegati agli Strumenti Finanziari</p> <p>Gli Strumenti Finanziari hanno una scadenza fissa.</p> <p>Gli Strumenti Finanziari non pagano interessi o importo aggiuntivo.</p> <p>I Titolari hanno diritto al pagamento dell'Importo di Rimborso (come definito sub C.15) alla Data di Pagamento Finale (come definita sub C.16).</p> <p>Limitazione dei diritti</p> <p>Al verificarsi di uno o più eventi di rettifica (inclusi, ma non limitati a, operazioni societarie, modifiche nei relativi condizioni commerciali, specifiche contrattuali, modifiche del modo di determinazione e/o pubblicazione dei Componenti del Paniere o la modifica o la risoluzione anticipata di derivati connessi ai Componenti del Paniere) (gli "Eventi di Rettifica") l'Agente per il Calcolo modificherà agendo nel rispetto delle rilevanti pratiche di mercato e della buona fede i termini e le condizioni degli Strumenti Finanziari e/o tutti i prezzi</p> |

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| | | <p>dei Componenti del Paniere determinati dall'Agente per il Calcolo sulla base dei termini e le condizioni degli Strumenti Finanziari in modo tale che la posizione economica dei Titolari resti imm modificata nella maggior misura possibile.</p> <p>Al verificarsi di uno o più eventi di riscatto (ad es. se, nell'ipotesi di un Evento di Rettifica, una rettifica si rivelasse impossibile o comunque non ragionevole per l'Emittente e/o per i Titolari di Titoli) l'Emittente può riscattare in via straordinaria gli Strumenti Finanziari e rimborsarli al rispettivo Importo di Cancellazione. L'"Importo di Cancellazione" è il valore equo di mercato attribuibile agli Strumenti Finanziari determinato alla data specificata nelle rilevanti Condizioni Definitive dall'Agente per il Calcolo agendo in conformità con la prassi in uso nel mercato pertinente e in buona fede nelle circostanze allora esistenti.</p> <p>Status degli Strumenti Finanziari</p> <p>Gli obblighi derivanti dagli Strumenti Finanziari costituiscono obbligazioni dirette, incondizionate e non subordinate dell'Emittente e, salvo quanto diversamente previsto dalla legge, sono parimenti ordinate con le altre obbligazioni incondizionate e non subordinate presenti e future dell'Emittente.</p> |
| C.11 | Ammissione alla negoziazione | <p>Non applicabile. Non è stata presentata alcuna richiesta di ammissione degli Strumenti Finanziari a quotazione sui mercati regolamentati o equivalenti.</p> <p>Ad ogni modo, è stata presentata istanza di negoziazione con efficacia dal 31 Maggio 2018, sui seguenti sistemi multilaterali di negoziazione (MTF): EuroTLX managed by EuroTLX SIM S.p.A.</p> <p>UniCredit Bank AG (il "Market Maker") si impegna a fornire la liquidità conformemente ai regolamenti di EuroTLX, dove è prevista la negoziazione degli Strumenti Finanziari. Gli obblighi del Market Maker sono stabiliti dai regolamenti dei mercati organizzati e gestiti da EuroTLX, e dalle istruzioni ad essi relative.</p> |
| C.15 | Effetto del sottostante sul valore degli strumenti finanziari | <p>Il valore degli Strumenti Finanziari nel corso della durata dei medesimi è strettamente correlato al prezzo dei Componenti del Paniere (come definiti sub C.20). Di regola, il valore degli Strumenti Finanziari aumenta se il prezzo dei Componenti del Paniere aumenta e diminuisce se il prezzo dei Componenti del Paniere diminuisce.</p> <p>Il rimborso alla Data di Pagamento Finale dipende dalla Worst Performance (finale). Il pagamento è almeno pari all'Importo Bonus, nel caso in cui non sia verificato alcun Evento Barriera. Peraltro, l'importo pagato non è maggiore dell'Importo Massimo.</p> <p>Per "Worst Performance (finale)" si intende, con riguardo alle Date di Osservazione Finale, la performance del Componente del Paniere, con la peggiore (più bassa) performance. Con riguardo alle Date di Osservazione Finale, la performance di ciascun Componente del Paniere, è calcolata dall'Agente di Calcolo come K_f (finale) divisa per K_i (iniziale).</p> |

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| | | <p>"Evento Barriera" significa che un qualsiasi prezzo pubblicato di almeno un Componente del Paniere_i è pari o minore della rispettiva Barriera_i nel corso del Periodo di Osservazione della Barriera nel caso di osservazione continua.</p> <p>La "Barriera_i" è un importo espresso nella valuta del Sottostante, definito come il Livello della Barriera moltiplicato per K_i (iniziale).</p> <p>Se non si è verificato alcun Evento Barriera, il rimborso è eseguito alla Data di Pagamento Finale mediante pagamento dell'Importo di Rimborso che corrisponde all'Importo Massimo.</p> <p>Se si è verificato un Evento Barriera, il rimborso è eseguito alla Data di Pagamento Finale mediante pagamento dell'Importo di Rimborso corrispondente al Valore Nominale moltiplicato per la Worst Performance (finale) e diviso per lo Strike.</p> <p>L'Importo di Rimborso in questo caso non è maggiore dell'Importo Massimo.</p> <p>Le Date di Osservazione Iniziale, l'Importo Bonus, l'Importo Massimo, il Livello della Barriera e lo Strike sono definiti nell'allegato alla presente Nota di Sintesi.</p> |
| C.16 | La Data di scadenza o liquidazione degli strumenti derivati – la data di esercizio o la data di riferimento finale | Le "Date di Osservazione Finali" , la "Data di Pagamento Finale" nella tabella contenuta nell'allegato alla presente nota di sintesi. |
| C.17 | Modalità di regolamento degli strumenti finanziari | <p>Ogni pagamento dovrà essere eseguito UniCredit Bank AG (l'"Agente Principale di Pagamento"). L'Agente Principale di Pagamento dovrà corrispondere gli importi dovuti presso il Sistema di liquidazione da accreditarsi sui rispettivi conti delle banche depositarie per il trasferimento sui conti dei Titolari.</p> <p>Il pagamento al Sistema di liquidazione libera l'Emittente dai propri obblighi derivanti dagli Strumenti Finanziari per l'importo di tale pagamento.</p> <p>"Sistema di Liquidazione" significa Monte Titoli S.p.A.</p> |
| C.18 | Descrizione delle modalità secondo le quali si generano i proventi degli strumenti derivati | Pagamento dell'Importo di Rimborso alla Data di Pagamento Finale. |

| C.19 | Prezzo di esercizio o prezzo di riferimento definitivo del sottostante | <p>"K_i (iniziale)" significa K_i (iniziale) definito nell'allegato alla presente Nota di Sintesi.</p> <p>"K_i (finale)" significa il Prezzo di Riferimento del Componente del Paniere_i alla Data di Osservazione Finale.</p> | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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| C.20 | Descrizione del tipo di sottostante e di dove siano reperibili le informazioni relative al sottostante | <p>"Sottostante" significa un paniere costituito dai seguenti azioni come componenti (i "Componenti del Paniere")</p> <p>Bonus Cap Worst of ISIN DE000HV40SZ1</p> <table border="1" data-bbox="483 583 1365 758"> <thead> <tr> <th>i</th> <th>ISIN_i</th> <th>Basket Component_i</th> <th>Website_i</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>IT0000062072</td> <td>Assicurazioni Generali S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> <tr> <td>2</td> <td>IT0000072618</td> <td>Intesa Sanpaolo S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> </tbody> </table> <p>Bonus Cap Worst of ISIN DE000HV40T07</p> <table border="1" data-bbox="483 846 1365 1020"> <thead> <tr> <th>i</th> <th>ISIN_i</th> <th>Basket Component_i</th> <th>Website_i</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>IT0000062072</td> <td>Assicurazioni Generali S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> <tr> <td>2</td> <td>IT0000072618</td> <td>Intesa Sanpaolo S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> </tbody> </table> <p>Bonus Cap Worst of DE000HV40T15</p> <table border="1" data-bbox="483 1108 1365 1283"> <thead> <tr> <th>i</th> <th>ISIN_i</th> <th>Basket Component_i</th> <th>Website_i</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>IT0003128367</td> <td>Enel S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> <tr> <td>2</td> <td>IT0000072618</td> <td>Intesa Sanpaolo S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> </tbody> </table> <p>Bonus Cap Worst of DE000HV40T23</p> <table border="1" data-bbox="483 1371 1365 1545"> <thead> <tr> <th>i</th> <th>ISIN_i</th> <th>Basket Component_i</th> <th>Website_i</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>IT0003128367</td> <td>Enel S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> <tr> <td>2</td> <td>IT0000072618</td> <td>Intesa Sanpaolo S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> </tbody> </table> <p>Bonus Cap Worst of DE000HV40T31</p> <table border="1" data-bbox="483 1633 1365 1808"> <thead> <tr> <th>i</th> <th>ISIN_i</th> <th>Basket Component_i</th> <th>Website_i</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>IT0003128367</td> <td>Enel S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> <tr> <td>2</td> <td>IT0000072618</td> <td>Intesa Sanpaolo S.p.A.</td> <td>www.borsaitaliana.it</td> </tr> </tbody> </table> <p>Bonus Cap Worst of DE000HV40T49</p> | i | ISIN _i | Basket Component _i | Website _i | 1 | IT0000062072 | Assicurazioni Generali S.p.A. | www.borsaitaliana.it | 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it | i | ISIN _i | Basket Component _i | Website _i | 1 | IT0000062072 | Assicurazioni Generali S.p.A. | www.borsaitaliana.it | 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it | i | ISIN _i | Basket Component _i | Website _i | 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it | 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it | i | ISIN _i | Basket Component _i | Website _i | 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it | 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it | i | ISIN _i | Basket Component _i | Website _i | 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it | 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it |
| i | ISIN _i | Basket Component _i | Website _i | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1 | IT0000062072 | Assicurazioni Generali S.p.A. | www.borsaitaliana.it | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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| 1 | IT0000062072 | Assicurazioni Generali S.p.A. | www.borsaitaliana.it | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| i | ISIN _i | Basket Component _i | Website _i | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| i | ISIN _i | Basket Component _i | Website _i | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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| i | ISIN _i | Basket Component _i | Website _i | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
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| i | ISIN_i | Basket Component_i | Website_i |
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| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it |
| 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40T56

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it |
| 2 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40T64

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it |
| 2 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40T72

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it |
| 2 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40T80

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |
| 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40T98

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |
| 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TA2

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |
| 2 | IT0000062072 | Assicurazioni Generali S.p.A. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TB0

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |
| 2 | IT0000062072 | Assicurazioni Generali S.p.A. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TC8

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |
| 2 | IT0000062072 | Assicurazioni Generali S.p.A. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TD6

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | NL0000226223 | STMicroelectronics N.V. | www.borsaitaliana.it |
| 2 | NL0012059018 | EXOR N.V. | www.borsaitaliana.it |
| 3 | NL0010545661 | CNH Industrial N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TE4

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it |
| 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TF1

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it |
| 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TG9

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003128367 | Enel S.p.A. | www.borsaitaliana.it |
| 2 | IT0000072618 | Intesa Sanpaolo S.p.A. | www.borsaitaliana.it |

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|---|--------------|--------------------------------|----------------------|
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |
|---|--------------|--------------------------------|----------------------|

Bonus Cap Worst of DE000HV40TH7

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|---------------------------------------|----------------------------|
| 1 | FR0000121014 | LVMH Moët Hennessy - Louis Vuitton SE | www.euronext.com |
| 2 | IT0001479374 | Luxottica Group S.p.A. | www.borsaitaliana.it |
| 3 | IT0004965148 | Moncler S.p.A. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TJ3

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|--|----------------------------|
| 1 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |
| 2 | IT0000062957 | Mediobanca Banca di Credito Finanziario S.p.A. | www.borsaitaliana.it |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TK1

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|--|----------------------------|
| 1 | IT0003132476 | ENI S.p.A. | www.borsaitaliana.it |
| 2 | IT0000062957 | Mediobanca Banca di Credito Finanziario S.p.A. | www.borsaitaliana.it |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TL9

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | NL0000226223 | STMicroelectronics N.V. | www.borsaitaliana.it |
| 2 | IT0003487029 | Unione di Banche Italiane S.p.A | www.borsaitaliana.it |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TM7

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
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|---|--------------|--------------------------------|----------------------|
| 1 | IT0003497168 | Telecom Italia S.p.A. | www.borsaitaliana.it |
| 2 | NL0000226223 | STMicroelectronics N.V. | www.borsaitaliana.it |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TN5

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003497168 | Telecom Italia S.p.A. | www.borsaitaliana.it |
| 2 | IT0003487029 | Unione di Banche Italiane S.p.A | www.borsaitaliana.it |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TP0

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | IT0003497168 | Telecom Italia S.p.A. | www.borsaitaliana.it |
| 2 | IT0003487029 | Unione di Banche Italiane S.p.A | www.borsaitaliana.it |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TQ8

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | DE0007664039 | Volkswagen AG (Vorzugsaktien) | www.xetra.com |
| 2 | FR0000131906 | Renault S.A. | www.euronext.com |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TR6

| i | ISIN_i | Basket Component_i | Website_i |
|----------|-------------------------|-------------------------------------|----------------------------|
| 1 | DE0007664039 | Volkswagen AG (Vorzugsaktien) | www.xetra.com |
| 2 | FR0000131906 | Renault S.A. | www.euronext.com |
| 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |

Bonus Cap Worst of DE000HV40TS4

| i | ISIN_i | Basket Component_i | Website_i |
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|--|--|---|--------------|-----------------------------------|----------------------|
| | | 1 | DE0007664039 | Volkswagen AG (Vorzugsaktien) | www.xetra.com |
| | | 2 | FR0000131906 | Renault S.A. | www.euronext.com |
| | | 3 | NL0010877643 | Fiat Chrysler Automobiles N.V. | www.borsaitaliana.it |
| <p>Per ulteriori informazioni in merito ai Componenti del paniere e alle performance passate e future dei Componenti del Paniere e alla relativa volatilità, si consulti il Sito Web, specificato nella tabella sopra riportata.</p> | | | | | |

D. RISCHI

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| D.2 | <p>Informazioni fondamentali sui principali rischi che sono specifici e individuali per l'Emittente</p> | <p><i>I potenziali investitori devono essere consapevoli che, qualora si verifici uno dei seguenti fattori di rischio, il valore degli strumenti finanziari potrebbe ridursi con la conseguente perdita totale del capitale investito.</i></p> <ul style="list-style-type: none"> • Rischio Macroeconomico Rischi per effetto di un deterioramento nel quadro di sviluppo macroeconomico e/o nei mercati finanziari e per effetto di incertezze geopolitiche. • Rischio Sistemico Rischi per effetto di disservizi o del collasso funzionale del sistema finanziario o parti di esso. • Rischio di Credito (i) Rischi per effetto di cambiamenti nel rating di una delle parti contrattuali (debitore, controparte, emittente o paese); (ii) Rischi per effetto di un deterioramento della situazione economica complessiva e degli effetti negativi sulla domanda di credito e la solvibilità dei debitori del Gruppo HVB; (iii) Rischi per effetto di un decremento del valore delle garanzie sui crediti; (iv) Rischi per effetto dell'attività di negoziazione/sui derivati; (v) Rischi per effetto dell'esposizione creditizia intra-gruppo; (vi) Rischi per l'esposizione verso titoli del debito sovrano / settore pubblico. • Rischio di Mercato (i) Rischi di perdite potenziali che possono sorgere in risposta a variazioni avverse nei prezzi di mercato, in altri parametri che influiscono sul prezzo o in eventi connessi alla negoziazione; (ii) Rischi per i portafogli di negoziazione e bancari per effetto di un deterioramento delle condizioni di mercato; (iii) Rischi di tasso d'interesse e di valuta estera. • Rischio di Liquidità (i) Rischio che il Gruppo HVB non sia in grado di adempiere alle proprie obbligazioni di pagamento alle scadenze ovvero pienamente; (ii) Rischi per effetto della raccolta di liquidità; (iii) Rischi per effetto di trasferimenti intra- |
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| | | <p>gruppo di liquidità; (iv) Rischio di liquidità di mercato.</p> <ul style="list-style-type: none"> • Rischio Operativo (i) Rischio di perdite derivanti da processi interni, sistemi difettosi o inadeguati, errori umani o eventi esterni; (ii) Rischi informatici; (iii) Rischi legali e fiscali (iv) Rischio connesso ad obblighi di compliance; (v) Rischio di continuità aziendale. • Rischio di Business Rischi di perdite dovute a inattesi cambiamenti nel volume d'affari e/o nei margini delle attività. • Rischio da investimenti di natura immobiliare Rischio di perdite derivanti da cambiamenti nel valore di mercato del portafoglio immobiliare del Gruppo HVB. • Rischio da investimenti di natura finanziaria Rischio di perdite derivanti da fluttuazioni nella misurazione delle partecipazioni del Gruppo HVB. • Rischio di Reputazione Rischi di effetti negativi sul Conto Economico emergente da reazioni avverse da parte degli azionisti derivanti da una differente percezione del Gruppo HVB. • Rischio Strategico (i) Rischio che emerge per effetto dell'eventualità che il management non riconosca in tempo utile o non valuti correttamente importanti evoluzioni o andamenti nell'ambito del Gruppo HVB; (ii) Rischi dovuti a orientamenti strategici del modello aziendale del Gruppo HVB; (iii) Rischio dello specifico settore in cui opera l'Emittente; (iv) Rischi dovuti a un cambiamento del rating di HVB. • Rischi regolamentari (i) Rischi dovuti a cambiamenti nel quadro regolamentare e statutario del Gruppo HVB; (ii) Rischi connessi all'International Financial Reporting Standard 9 (IFRS 9); (iii) Rischi connessi a possibili misure liquidatorie o a procedimenti riorganizzativi. • Rischio previdenziale Rischio che il destinatario di obblighi previdenziali debba fornire ulteriore capitale per far fronte agli impegni previdenziali maturati. • Rischi dovuti ad attività di esternalizzazione Tipologia di rischio trasversale, che in particolare può colpire le seguenti tipologie di rischi: rischio operativo, rischio di Reputazione, rischio Strategico, rischio di Business, rischio di Credito, di Mercato e di Liquidità. • Rischi per effetto della concentrazione dei rischi e dei ricavi Il rischio per effetto della concentrazione dei rischi e dei ricavi indica l'incremento delle perdite potenziali e rappresenta un rischio collegato alla strategia di business del Gruppo HVB. |
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| | | <ul style="list-style-type: none"> • Rischi per effetto dell'imposizione di misure di stress test da parte della BCE <p>I risultati di business di HVB e del Gruppo HVB potrebbero essere influenzati negativamente in caso di scarsi risultati emergenti dagli stress test di HVB, del Gruppo HVB, UniCredit S.p.A. o una delle istituzioni finanziarie con le quali essi operano.</p> <ul style="list-style-type: none"> • Rischi per effetto di inadeguati modelli di valutazione dei rischi <p>E' possibile che i modelli interni di HVB e del Gruppo HVB vengano valutati come inadeguati al seguito di verifiche e ispezioni condotte dalle autorità di vigilanza, o che essi possano sottostimare rischi esistenti.</p> <ul style="list-style-type: none"> • Rischi non identificati/inattesi <p>HVB e il Gruppo HVB potrebbero incorrere in perdite maggiori di quelle calcolate secondo i vigenti metodi o in perdite in precedenza del tutto escluse dai propri calcoli.</p> |
| D.6 | Informazioni fondamentali sui principali rischi che sono specifici per gli strumenti finanziari | <p>L'Emittente ritiene che i principali rischi descritti di seguito possono, con riferimento ai Titolari, influenzare negativamente il valore degli Strumenti Finanziari e/o gli importi da distribuire (inclusa la consegna di una quantità di Sottostanti) derivanti dagli Strumenti Finanziari e/o la capacità dei Titolari di cedere gli Strumenti Finanziari ad un prezzo ragionevole prima della relativa data di pagamento finale.</p> <ul style="list-style-type: none"> • Potenziati conflitti di interesse <p>Il rischio di conflitti di interessi (come descritto sub E.4) è correlato alla possibilità che l'Emittente, collocatori o rispettivi affiliati perseguano, in relazione a talune funzioni o operazioni, interessi che possono o meno essere contrari agli interessi dei Titolari.</p> <ul style="list-style-type: none"> • Principali rischi correlati agli Strumenti Finanziari <p>Principali rischi correlati al mercato</p> <p>In alcune circostanze un Titolare può non essere in grado di rivendere i propri Strumenti Finanziari ovvero di cederli ad un prezzo adeguato prima del rimborso. Anche nell'ipotesi di esistenza di un mercato secondario non si può escludere che il Titolare possa non trovarsi in grado di cedere gli Strumenti Finanziari in ipotesi di un'evoluzione sfavorevole del Sottostante o di un tasso di cambio, ad esempio qualora tale sviluppo si verifichi al di fuori dell'orario di contrattazione degli Strumenti Finanziari.</p> <p>Il valore di mercato degli Strumenti Finanziari sarà influenzato dalla solvibilità dell'Emittente e da ulteriori fattori (e.g., tassi di cambio, interesse attuale e tassi di rendimento, il mercato per strumenti finanziari similari, le generali condizioni economiche, politiche e cicliche, la negoziabilità degli Strumenti Finanziari e dei fattori correlati al Sottostante) e può essere sostanzialmente minore del Valore Nominale o del prezzo di acquisto.</p> <p>Ai Titolari non possono fare affidamento sulla possibilità di tutelarsi in</p> |

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| | | <p>qualsiasi momento dai rischi di prezzo derivanti dagli Strumenti Finanziari.</p> <p><i>Principali rischi correlati agli Strumenti Finanziari in generale</i></p> <p>L'Emittente potrebbe non essere in grado di adempiere, in tutto o in parte, ai propri obblighi derivanti dagli Strumenti Finanziari, e.g. in caso di insolvenza dell'Emittente o per effetto di interventi governativi o regolamentari. A fronte di tale rischio non è previsto alcun sistema di garanzia dei depositi né alcun sistema di indennizzo analogo.</p> <p>Un investimento negli Strumenti Finanziari potrebbe essere contrario alla legge o non favorevole per un potenziale investitore ovvero inadatto in considerazione della propria conoscenza o esperienza, dei propri bisogni finanziari, dei propri obiettivi e della propria situazione. Il tasso di rendimento reale di un investimento negli Strumenti Finanziari può ridursi a zero ovvero assumere valori negativi (e.g., a causa di costi accessori connessi all'acquisto, alla detenzione e alla dismissione degli Strumenti Finanziari, a future svalutazioni monetarie (inflazione) o ad effetti fiscali). L'importo di rimborso può essere inferiore al Prezzo di Emissione o al rispettivo prezzo di acquisto e, in alcune circostanze, non verrà corrisposto alcun interesse né verranno eseguiti pagamenti nel corso del periodo di detenzione degli Strumenti Finanziari.</p> <p>I proventi degli Strumenti Finanziari potrebbero non essere sufficienti a generare interessi o a permettere di eseguire i pagamenti dovuti per effetto dell'acquisto degli Strumenti Finanziari mediante finanziamento richiedendo capitale aggiuntivo.</p> <p><i>Rischi correlati a Strumenti Finanziari collegati a Sottostanti</i></p> <p><i>Rischi dovuti all'influenza del Sottostante sul valore di mercato degli Strumenti Finanziari</i></p> <p>Il valore di mercato degli Strumenti Finanziari e gli importi erogabili derivanti dagli Strumenti Finanziari dipendono significativamente dal prezzo del Sottostante. L'evoluzione futura del prezzo del Sottostante non è prevedibile. Inoltre, il valore di mercato degli Strumenti Finanziari sarà influenzato da diversi fattori correlati al Sottostante.</p> <p><i>Rischi dovuti al fatto che la valutazione del Sottostante avviene solo a date, momenti o periodi specificati</i></p> <p>A causa del fatto che la valutazione del Sottostante può avvenire solo in date, momenti o periodi specificati, i proventi erogabili derivanti dagli Strumenti Finanziari possono essere considerevolmente più bassi rispetto al prezzo che il Sottostante potrebbero aver suggerito.</p> <p><i>Rischi correlati a pagamenti condizionali: Impatto di soglie o limiti</i></p> <p>Il pagamento e/o l'entità di tali importi dipendono dalla performance del Sottostante o.</p> <p>Taluni importi possono essere erogati solo se sono state raggiunte specifiche</p> |
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| | | <p>soglie o limiti o se si sono verificati particolari eventi.</p> <p><i>Rischi correlati a Eventi Barriera</i></p> <p>In particolare, se si è verificato un Evento Barriera il pagamento di un importo minimo condizionale può venire meno e il Titolare può perdere in tutto o in parte il capitale investito.</p> <p><i>Rischi correlati allo Strike</i></p> <p>I Titolari possono partecipare in misura minore ad una performance favorevole o in misura maggiore ad una performance non favorevole del Sottostante.</p> <p><i>Rischi correlati ad un Importo Massimo</i></p> <p>Il rendimento potenziale degli Strumenti Finanziari può essere soggetto a limitazioni.</p> <p><i>Rischio di reinvestimento</i></p> <p>I Titolari possono reinvestire il capitale ricevuto a seguito di un rimborso anticipato degli Strumenti Finanziari unicamente a condizioni meno favorevoli.</p> <p><i>Rischi correlati ad Eventi di Rettifica</i></p> <p>Delle rettifiche potrebbero avere un impatto negativo sostanziale sul valore e la futura performance degli Strumenti Finanziari così come sugli importi da distribuire derivanti dagli Strumenti Finanziari. Eventi di rettifica possono inoltre determinare il riscatto straordinario anticipato degli Strumenti Finanziari.</p> <p><i>Rischi correlati a Eventi di Riscatto</i></p> <p>Al verificarsi di un Evento di Riscatto l'Emittente ha diritto di riscatto straordinario degli Strumenti Finanziari al rispettivo valore di mercato. Se il valore di mercato degli Strumenti Finanziari al momento rilevante è inferiore al Prezzo di Emissione o al prezzo di acquisto, il relativo Titolare sarà soggetto ad una parziale o totale perdita del capitale investito sebbene gli Strumenti Finanziari prevedano un pagamento minimo condizionale.</p> <p><i>Rischi correlati a Turbative di Mercato</i></p> <p>L'Agente per il Calcolo può rinviare date di valutazione e pagamenti ed effettuare valutazioni a propria ragionevole discrezione. I Titolari non hanno diritto a richiedere interessi per ritardato pagamento.</p> <ul style="list-style-type: none"> • Principali rischi correlati al Sottostante <p><i>Rischi generali</i></p> <p><i>Nessun diritto di proprietà sul Sottostante</i></p> <p>Il Sottostante non saranno detenute dall'Emittente a beneficio del Titolare, e di conseguenza, i Titolari non avranno alcun diritto di proprietà (e.g. diritti di voto, diritti di ricevere dividendi o altre distribuzioni, nonché altri diritti) in relazione al Sottostante.</p> <p><i>Rischi correlati all'Elemento Worst-of</i></p> <p>Qualsiasi importo dovuto derivante dagli Strumenti Finanziari può essere</p> |
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| | | <p>determinato esclusivamente con riferimento al prezzo o alla performance dei Componenti del Paniere con la peggiore/inferiore performance.</p> <p>Principali rischi correlati alle azioni</p> <p>La performance degli Strumenti Finanziari correlati ad Azioni dipende dalla performance delle rispettive azioni, che può essere influenzata da diversi fattori. Il pagamento di dividendi può avere un impatto negativo per il Titolare.</p> <p>Gli Strumenti Finanziari non hanno protezione del capitale. Gli investitori possono perdere in toto il proprio investimento o parte di tale investimento.</p> |
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E. OFFERTA

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| E.2b | Ragioni dell'offerta e impiego dei proventi, se diversi dalla ricerca del profitto e/o dalla copertura di determinati rischi | Non applicabile; i proventi netti derivanti da ciascuna emissione degli Strumenti Finanziari saranno usati dall'Emittente per le proprie attività commerciali generali, i.e. conseguire profitto e/o la copertura di taluni rischi. |
| E.3 | Descrizione dei termini e delle condizioni dell'offerta | <p>Giorno della prima offerta al pubblico: 30 Maggio 2018</p> <p>Un'offerta al pubblico sarà fatta in Italia.</p> <p>L'unità minima trasferibile è 1 Certificato.</p> <p>L'unità minima negoziabile è 1 Certificato.</p> <p>Gli Strumenti Finanziari saranno offerti a investitori qualificati, investitori <i>retail</i> e/o investitori istituzionali tramite offerte al pubblico.</p> <p>A far data dal giorno della prima offerta al pubblico gli Strumenti Finanziari saranno offerti su base continua.</p> <p>L'offerta continua sarà fatta sulla base di prezzi lettera correnti forniti dall'Emittente.</p> <p>L'offerta al pubblico potrà essere terminata dall'Emittente in ogni tempo senza fornire alcun motivo.</p> |
| E.4 | Descrizione di eventuali interessi che sono significativi per l'e- | Ciascun collocatore e/o propri affiliati può essere cliente o mutuuario dell'Emittente o di propri affiliati. Peraltro, tali collocatori e propri affiliati possono aver concluso e nel futuro concludere operazioni nel settore dell' <i>investment banking</i> e/o nel settore commerciale e potranno prestare servizi per l'Emittente e per i propri affiliati nel corso dell'ordinario esercizio |

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| | <p>mis- sione/l'offerta compresi interessi con- fliggenti</p> | <p>dell'attività.</p> <p>Con riferimento alla negoziazione degli Strumenti Finanziari l'Emittente è in conflitto di interesse in quanto Market Maker su EuroTLX. EuroTLX è organizzato e gestito da EuroTLX SIM S.p.A. una società nella quale UniCredit S.p.A. – la Società Holding di UniCredit Bank AG come Emittente – detiene una partecipazione. L'Emittente è inoltre il gestore e l'Agente per il Calcolo degli Strumenti Finanziari. L'Emittente o una qualsiasi delle sue collegate può agire come agente per il calcolo o agente di pagamento.</p> <p>Inoltre, per le seguenti ragioni possono insorgere dei conflitti di interesse in relazione all'Emittente o a persone incaricate dell'offerta:</p> <ul style="list-style-type: none"> • L'Emittente specifica il Prezzo di Emissione. • L'Emittente ed uno dei propri affiliati agisce in qualità di Market Maker degli Strumenti Finanziari (tuttavia, non esiste tale obbligo). • I Collocatori possono ricevere degli incentivi dall'Emittente. • L'Emittente, un qualsiasi Collocatori e uno dei propri affiliati agisce come Agente per il Calcolo o Agente di Pagamento in relazione agli Strumenti Finanziari. • Di volta in volta l'Emittente, un qualsiasi Collocatore e uno dei propri affiliati possono essere coinvolti in transazioni per proprio conto o per conto di propri clienti, che influenzano la liquidità o il prezzo del Sottostante o di componenti. • L'Emittente, un qualsiasi Collocatore e uno dei propri affiliati possono emettere strumenti finanziari in relazione al Sottostante o componenti dello stesso su cui sono stati già emessi altri strumenti finanziari. • L'Emittente, qualsiasi Collocatore e uno dei propri affiliati può possedere o ottenere informazioni rilevanti sul Sottostante o componenti dello stesso (incluse informazioni non accessibili pubblicamente) connesse alla propria attività lavorativa o altrimenti. • L'Emittente, qualsiasi Collocatore e uno dei propri affiliati può essere coinvolto in attività lavorative con l'emittente del Sottostante o componenti dello stesso, propri affiliati, concorrenti o garanti. • L'Emittente, qualsiasi Collocatore e uno dei propri affiliati può inoltre agire quale membro di un sindacato di banche, come consulente finanziario o come sponsor o emittente del Sottostante o componenti dello stesso. |
| E.7 | <p>Spese stimate addebitate all'investitore dall'Emittente o dall'offerente.</p> | <p>Non applicabile. Nessuna spesa sarà addebitata all'investitore dall'Emittente o da un intermediario. Tuttavia, potranno essere addebitati altri oneri, quali commissioni di custodia o commissioni di vendita.</p> |

ALLEGATO ALLA NOTA DI SINTESI

| ISIN (C.1) | K_i (iniziale) | Importo Bonus (C.15) | Livello Barriera (C.15) | Strike (C.15) | Importo Massimo (C.15) |
|-------------------|--|-----------------------------|--------------------------------|----------------------|-------------------------------|
| DE000HV40SZ1 | i=1 EUR 14.905 i=2 EUR 2.7245 | EUR 106.50 | 65 % | 100 % | EUR 106.50 |
| DE000HV40T07 | i=1 EUR 14.905 i=2 EUR 2.7245 | EUR 110.00 | 65 % | 100 % | EUR 110.00 |
| DE000HV40T15 | i=1 EUR 4.859 i=2 EUR 2.7245 | EUR 107.00 | 65 % | 100 % | EUR 107.00 |
| DE000HV40T23 | i=1 EUR 4.859 i=2 EUR 2.7245 | EUR 111.00 | 70 % | 100 % | EUR 111.00 |
| DE000HV40T31 | i=1 EUR 4.859 i=2 EUR 2.7245 | EUR 109.50 | 60 % | 100 % | EUR 109.50 |
| DE000HV40T49 | i=1 EUR 4.859 i=2 EUR 2.7245 | EUR 119.50 | 70 % | 100 % | EUR 119.50 |
| DE000HV40T56 | i=1 EUR 4.859 i=2 EUR 15.778 | EUR 107.00 | 70 % | 100 % | EUR 107.00 |
| DE000HV40T64 | i=1 EUR 4.859 i=2 EUR 15.778 | EUR 111.50 | 75 % | 100 % | EUR 111.50 |
| DE000HV40T72 | i=1 EUR 4.859 i=2 EUR 15.778 | EUR 112.50 | 70 % | 100 % | EUR 112.50 |
| DE000HV40T80 | i=1 EUR 15.778 i=2 EUR 2.7245 | EUR 111.00 | 70 % | 100 % | EUR 111.00 |
| DE000HV40T98 | i=1 EUR 15.778 i=2 EUR 2.7245 | EUR 116.00 | 70 % | 100 % | EUR 116.00 |
| DE000HV40TA2 | i=1 EUR 14.905 i=2 EUR 15.778 | EUR 107.00 | 70 % | 100 % | EUR 107.00 |
| DE000HV40TB0 | i=1 EUR 14.905 i=2 EUR 15.778 | EUR 110.50 | 75 % | 100 % | EUR 110.50 |
| DE000HV40TC8 | i=1 EUR 14.905 i=2 EUR 15.778 | EUR 114.50 | 70 % | 100 % | EUR 114.50 |
| DE000HV40TD6 | i=1 EUR 10.685 i=2 EUR 63.04 i=3 EUR 20.20 | EUR 120.50 | 70 % | 100 % | EUR 120.50 |

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| DE000HV40TE4 | i=1 EUR 4.859 i=2 EUR 18.776 i=3 EUR 2.7245 | EUR 111.00 | 60 % | 100 % | EUR 111.00 |
| DE000HV40TF1 | i=1 EUR 4.859 i=2 EUR 18.776 i=3 EUR 2.7245 | EUR 116.00 | 65 % | 100 % | EUR 116.00 |
| DE000HV40TG9 | i=1 EUR 4.859 i=2 EUR 18.776 i=3 EUR 2.7245 | EUR 121.00 | 60 % | 100 % | EUR 121.00 |
| DE000HV40TH7 | i=1 EUR 54.30 i=2 EUR 305.05 i=3 EUR 37.83 | EUR 122.00 | 70 % | 100 % | EUR 122.00 |
| DE000HV40TJ3 | i=1 EUR 15.778 i=2 EUR 18.776 i=3 EUR 8.876 | EUR 112.50 | 65 % | 100 % | EUR 112.50 |
| DE000HV40TK1 | i=1 EUR 15.778 i=2 EUR 18.776 i=3 EUR 8.876 | EUR 119.00 | 65 % | 100 % | EUR 119.00 |
| DE000HV40TL9 | i=1 EUR 18.776 i=2 EUR 20.20 i=3 EUR 3.735 | EUR 133.00 | 70 % | 100 % | EUR 133.00 |
| DE000HV40TM7 | i=1 EUR 18.776 i=2 EUR 20.20 i=3 EUR 0.731 | EUR 137.00 | 70 % | 100 % | EUR 137.00 |
| DE000HV40TN5 | i=1 EUR 18.776 i=2 EUR 0.731 i=3 EUR 3.735 | EUR 115.50 | 60 % | 100 % | EUR 115.50 |
| DE000HV40TP0 | i=1 EUR 18.776 i=2 EUR 0.731 i=3 EUR 3.735 | EUR 122.00 | 60 % | 100 % | EUR 122.00 |
| DE000HV40TQ8 | i=1 EUR 18.776 i=2 EUR 85.49 i=3 EUR 167.40 | EUR 110.50 | 60 % | 100 % | EUR 110.50 |
| DE000HV40TR6 | i=1 EUR 18.776 i=2 EUR 85.49 i=3 EUR 167.40 | EUR 117.00 | 60 % | 100 % | EUR 117.00 |

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|--------------|---|------------|------|-------|------------|
| DE000HV40TS4 | i=1 EUR 18.776 i=2 EUR 85.49 i=3 EUR 167.40 | EUR 122.50 | 60 % | 100 % | EUR 122.50 |
|--------------|---|------------|------|-------|------------|

| ISIN (C.1) | Data di Osservazione Iniziale (C.15) | Date di Osservazione Finale (C.16) | Data di Pagamento Finale (C.16) | Data di Scadenza |
|--------------|--------------------------------------|------------------------------------|---------------------------------|------------------|
| DE000HV40SZ1 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40T07 | 24.05.2018 | 20.09.2019 | 27.09.2019 | 20.09.2019 |
| DE000HV40T15 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40T23 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40T31 | 24.05.2018 | 13.12.2019 | 20.12.2019 | 13.12.2019 |
| DE000HV40T49 | 24.05.2018 | 13.12.2019 | 20.12.2019 | 13.12.2019 |
| DE000HV40T56 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40T64 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40T72 | 24.05.2018 | 20.09.2019 | 27.09.2019 | 20.09.2019 |
| DE000HV40T80 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40T98 | 24.05.2018 | 20.09.2019 | 27.09.2019 | 20.09.2019 |
| DE000HV40TA2 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40TB0 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40TC8 | 24.05.2018 | 13.12.2019 | 20.12.2019 | 13.12.2019 |
| DE000HV40TD6 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40TE4 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40TF1 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40TG9 | 24.05.2018 | 13.12.2019 | 20.12.2019 | 13.12.2019 |
| DE000HV40TH7 | 24.05.2018 | 13.12.2019 | 20.12.2019 | 13.12.2019 |
| DE000HV40TJ3 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |

| | | | | |
|--------------|------------|------------|------------|------------|
| DE000HV40TK1 | 24.05.2018 | 20.09.2019 | 27.09.2019 | 20.09.2019 |
| DE000HV40TL9 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40TM7 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40TN5 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40TP0 | 24.05.2018 | 20.09.2019 | 27.09.2019 | 20.09.2019 |
| DE000HV40TQ8 | 24.05.2018 | 21.06.2019 | 28.06.2019 | 21.06.2019 |
| DE000HV40TR6 | 24.05.2018 | 20.09.2019 | 27.09.2019 | 20.09.2019 |
| DE000HV40TS4 | 24.05.2018 | 13.12.2019 | 20.12.2019 | 13.12.2019 |

FORM OF WAIVER NOTICE

The form of Waiver Notice is applicable for Securities which shall be admitted to trading on an Italian regulated or other equivalent market:

FORM OF WAIVER OF EXERCISE

(Name of Securities and ISIN)

To: **UniCredit Bank AG**

Facsimile: + 39 02 49535357

Failure properly to complete this waiver of exercise or to submit a substantially similar form of waiver of exercise shall result in the waiver of exercise being treated as null and void.

PLEASE USE BLOCK CAPITALS

1. Details of Holder(s) of the Securities

Name:

Address:

Facsimile:

Telephone:

2. Details of Tranche of Securities

The Tranche of Securities to which this waiver of exercise relates:

3. Waiver of Automatic Exercise

I/We, being the holder of the Securities referred to below forming part of the above Tranche of Securities, hereby waive the automatic exercise of such Securities in accordance with the Conditions thereof.

4. Number of Securities

The number of Securities is as follows:

5. Dated

6. Signed
