

This document constitutes a supplement (the "**Supplement**") pursuant to section 16 of the German Securities Prospectus Act (*Wertpapierprospektgesetz*).



1st Supplement dated 22 March 2019

to the

Base Prospectus dated 14 March 2019
for the issuance of Knock-out Securities and Warrants
under the Euro 50,000,000 Debt Issuance Programme of
UniCredit Bank AG
Munich, Federal Republic of Germany

(the "**Base Prospectus**")

This Supplement is to be read and construed in conjunction with the Base Prospectus and, in connection with any issue of securities thereunder, with the relevant Final Terms. Therefore, with respect to issues under the Base Prospectus, references in the Final Terms to the Base Prospectus are to be read as references to the Base Prospectus as amended and supplemented.

UniCredit Bank AG accepts responsibility for the information contained in this Supplement and declares that the information contained in this Supplement is, to the best of its knowledge, in accordance with the facts and that no material information has been omitted.

Investors who have already agreed to purchase or subscribe for securities which are issued under the Base Prospectus before the Supplement is published shall have the right, exercisable within two working days after the publication of the Supplement, to withdraw their acceptances in the event that a new factor or an inaccuracy arose before the final closing of the offer of such Securities to the public and the delivery of the Securities, pursuant to section 16 paragraph 3 of the German Securities Prospectus Act.

UniCredit Bank AG, LCD6L3 Structured Solutions, Arabellastraße 12, 81925 Munich, Germany, fax no.: +49-89-378 13944, has been appointed as recipient for the revocation notices according to section 16 paragraph 3 in connection with section 8 paragraph 1 sentence 4 of the German Securities Prospectus Act.

This Supplement, the Base Prospectus as well as any further supplements to the Base Prospectus are published on the website www.onemarkets.de/basisprospekte. The Issuer may replace this website by any successor website which will be published by notice in accordance with the General Conditions of the Base Prospectus.

Material inaccuracies in relation to the Base Prospectus have been noted since its approval on 14 March 2019. In order to fully comply with its disclosure obligations under Art. 29 (2) of the Benchmark Regulation, the Base Prospectus needs to be amended to allow for additional inclusion of information pertaining to registered benchmark administrators for currency exchange rate and commodity underlyings:

1. On page 109 of the Base Prospectus, in the section "PART B – PRODUCT AND UNDERLYING DATA", § 2 (Underlying Data), in the table following the instruction reading "*[In the case of Securities with a commodity as Underlying, the following applies:]*", the following column shall be inserted between the column entitled "Reference Market" and the column entitled "[Website]":

"

[Registered Benchmark Administrator]
<i>[Insert]</i>

"

and the following column shall be inserted next to the column entitled "[Reference Rate Time]" at the end of the table:

"

[Registered Benchmark Administrator for Reference Rate]
<i>[Insert]</i>

".

2. On page 111 of the Base Prospectus, in the section "PART B – PRODUCT AND UNDERLYING DATA", § 2 (Underlying Data), in the table following the instruction reading "*[In the case of Securities with a currency exchange rate as Underlying, the following applies:]*", the following column shall be inserted between the column entitled "[Underlying Currency]" and the column entitled "[FX Exchange Rate]":

"

[Registered Benchmark Administrator]
<i>[Insert]</i>

"

and the following columns shall be inserted between the column entitled "[Reference Rate Time (2)]" and the column entitled "[Website]":

"

[Registered Benchmark Administrator for Reference Rate (1)]	[Registered Benchmark Administrator for Reference Rate (2)]
<i>[Insert]</i>	<i>[Insert]</i>

".

3. On page 158 of the Base Prospectus, in the section "PART C – SPECIAL CONDITIONS OF THE SECURITIES – Option 4: Turbo Open End Securities", the following paragraph shall be deleted:

"

["Registered Benchmark Administrator for Reference Rate"] means that the Reference Rate is administered by an administrator who is registered in a register pursuant to Article 36 of the Benchmark Regulation as specified in § 1 of the Product Data.]

"

and shall be replaced with:

"

["Registered Benchmark Administrator for Reference Rate (1)"] means that the Reference Rate [(1)] is administered by an administrator who is registered in a register pursuant to Article 36 of the Benchmark Regulation as specified in § [1][2] of the Product Data.]

["Registered Benchmark Administrator for Reference Rate (2)"] means that the Reference Rate (2) is administered by an administrator who is registered in a register pursuant to Article 36 of the Benchmark Regulation as specified in § 2 of the Product Data.]

".

4. On page 193 of the Base Prospectus, in the section "PART C – SPECIAL CONDITIONS OF THE SECURITIES – Option 7: Mini Future Securities", the following paragraph shall be deleted:

"

["Registered Benchmark Administrator for Reference Rate"] means that the Reference Rate is administered by an administrator who is registered in a register pursuant to Article 36 of the Benchmark Regulation as specified in § 1 of the Product Data.]

"

and shall be replaced with:

"

["Registered Benchmark Administrator for Reference Rate [(1)]" means that the Reference Rate [(1)] is administered by an administrator who is registered in a register pursuant to Article 36 of the Benchmark Regulation as specified in § [1][2] of the Product Data.]

["Registered Benchmark Administrator for Reference Rate (2)" means that the Reference Rate (2) is administered by an administrator who is registered in a register pursuant to Article 36 of the Benchmark Regulation as specified in § 2 of the Product Data.]

".