

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



2nd Supplement dated 14 June 2019

to the

Base Prospectus dated 15 March 2019
for Securities with Single Underlying and Multi Underlying (with (partial) capital protection) II
under the Euro 50,000,000,000 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 15 March 2019. The reason for its incorrectness are clerical errors with regard to (1.) the annex to the summary, (2.) the data to be provided in § 1 (Product Data) of Part B of the terms and conditions and (3.) §1 (Definitions) of Part C of the terms and conditions. To remedy these inaccuracies, the following amendments shall be made to the Base Prospectus:

1. On page 51 of the Base Prospectus, in the section "ANNEX TO THE SUMMARY", the fifth column of the table (counting from the left) shall be deleted:

"

[Early Redemption Amount Determination Factor (k)] [(C.10)] [(C.15)]
[Insert]
[Insert]

"

and shall be replaced with:

"

[Early Redemption Factor (k)] [(C.10)] [(C.15)]
[Insert]
[Insert]

"

2. On page 135 of the Base Prospectus, in the section "PART B – PRODUCT AND UNDERLYING DATA", "§ 1 Product Data", after "**[Issue Price: [Insert]]**¹⁶", the following shall be inserted:

"

Issue Volume of Series [in units]: [Insert]

Issue Volume of Tranche [in units]: [Insert]

",

on page 136, after "**[Screen Page: [Insert]]**", the following shall be inserted:

"

Series Number: [Insert]

"

and on page 136, after "[Strike Level: *Insert*]", the following shall be inserted:

"

Tranche Number: *Insert*

".

3. On page 166 of the Base Prospectus, in the section "PART C – SPECIAL CONDITIONS OF THE SECURITIES – Product Type 1-2", the following paragraph shall be deleted:

"

["Registered Benchmark Administrator_i"] means that the Underlying 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 and Underlying Data.]

"

and shall be replaced with:

"

["Registered Benchmark Administrator"] means that the Underlying 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 and Underlying Data.]

",

on page 190 of the Base Prospectus, in the section "PART C – SPECIAL CONDITIONS OF THE SECURITIES – Product Type 3-4", after the definition for "Reference Price", the following paragraph shall be inserted:

"

["Registered Benchmark Administrator"] means that the Underlying 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 and Underlying Data.]

",

on page 218 of the Base Prospectus, in the section "PART C – SPECIAL CONDITIONS OF THE SECURITIES – Product Type 5-15", after the definition for "Reference Price", the following paragraph shall be inserted:

"

["Registered Benchmark Administrator"] means that the Underlying 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 and Underlying Data.]

"

and on page 231 of the Base Prospectus, in the section "PART C – SPECIAL CONDITIONS OF THE SECURITIES – Product Type 16", after the definition for "Reference Price_i", the following paragraph shall be inserted:

"

["Registered Benchmark Administrator_i"] means that the Underlying 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 and Underlying Data.]

".