

This document constitutes a supplement (the "**First Supplement**") for the purposes of Art. 8(10) and 23 (1) of Regulation EU 2017/1129 of the European Parliament and of the Council of 14 June 2017, as amended (the "**Prospectus Regulation**") in connection with Article 30 of the Luxembourg law dated 16 July 2019 on prospectuses for securities, as amended (Loi du 16 juillet 2019 relative aux prospectus pour valeurs mobilières et portant mise en oeuvre du règlement (EU) 2017/1129, the "**Luxembourg Prospectus Law 2019**"), (i) to the base prospectus dated 1 April 2020 for the issuance of Notes and (ii) to the base prospectus dated 1 April 2020 for the issuance of Pfandbriefe (including Jumbo-Pfandbriefe) (together the "**Base Prospectuses**").



**First Supplement dated 29 May 2020**

**to the Base Prospectus for the issuance of Notes**

and

**to the Base Prospectus for the issuance of Pfandbriefe (including Jumbo-Pfandbriefe)**

under the Euro 50,000,000,000 Debt Issuance Programme of

**UniCredit Bank AG**

Munich, Federal Republic of Germany

This First Supplement is supplemental to, and should only be distributed and read together with, the Base Prospectuses. Terms defined in the Base Prospectuses have the same meaning when used in this First Supplement. To the extent that there is any inconsistency between (a) any statement in this First Supplement and (b) any other statement prior to the date of this First Supplement, the statements in (a) will prevail.

This First Supplement has been approved by the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") and will be published in electronic form on the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)) and on the website of UniCredit Bank AG (the "**Issuer**") [www.onemarkets.de/basisprospekte](http://www.onemarkets.de/basisprospekte).

The Issuer has requested the CSSF in its capacity as competent authority under the Luxembourg Prospectus Law 2019 to approve this First Supplement and to provide the competent authority in the Federal Republic of Germany with a certificate of approval (a "**Notification**") attesting that this First Supplement has been drawn up in accordance with the Luxembourg Prospectus Law 2019 and the Prospectus Regulation. The Issuer may request the CSSF to provide competent authorities in additional Member States within the European Economic Area and the United Kingdom with a Notification.

By approving this First Supplement, the CSSF shall give no undertaking as to the economic and financial soundness of the operation or the quality or solvency of the Issuer in line with the provisions of Article 6 of the Luxembourg Prospectus Law 2019.

The Issuer is solely responsible for the information given in this First Supplement. The Issuer hereby declares, having taken all reasonable care to ensure that such is the case, that to the best of its knowledge, the information contained in this First Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

No person has been authorised to give any information or to make any representation other than those contained in the Base Prospectuses or this First Supplement in connection with the issue or sale of the Notes or Pfandbriefe and, if given or made, such information or representation must not be relied upon as having been authorised by the Issuer.

This First Supplement does not constitute an offer of, or an invitation by or on behalf of the Issuer to subscribe for, or purchase, any Notes or Pfandbriefe.

**IN ACCORDANCE WITH ARTICLE 30 OF THE LUXEMBOURG PROSPECTUS LAW 2019, WHERE THE BASE PROSPECTUSES RELATE TO AN OFFER OF NOTES OR PFANDBRIEFE TO THE PUBLIC, INVESTORS WHO HAVE ALREADY AGREED TO PURCHASE OR SUBSCRIBE FOR ANY NOTES OR PFANDBRIEFE BEFORE THE FIRST SUPPLEMENT IS PUBLISHED HAVE THE RIGHT, EXERCISABLE WITHIN TWO WORKING DAYS AFTER THE PUBLICATION OF THIS FIRST SUPPLEMENT, I.E. UNTIL 3 JUNE 2020, TO WITHDRAW THEIR ACCEPTANCES, PROVIDED THAT THE SIGNIFICANT NEW FACTOR, MATERIAL MISTAKE OR MATERIAL INACCURACY AROSE BEFORE THE FINAL CLOSING OF THE OFFER TO THE PUBLIC AND THE DELIVERY OF THE NOTES OR PFANDBRIEFE. INVESTORS WISHING TO EXERCISE THEIR RIGHT OF WITHDRAWAL MAY CONTACT UNICREDIT BANK AG, LCD6F3 LEGAL DEBT CAPITAL MARKETS, SEDERANGER 6, 80538 MUNICH, GERMANY, FACSIMILE NO.: +49 89 378 33 15964.**

*The amendments in relation to the terms and conditions of the Notes or Pfandbriefe shall only apply to final terms, the date of which falls on or after the approval of this First Supplement.*

## TABLE OF CONTENTS

A. Changes to the Base Prospectus for the issuance of Notes dated 1 April 2020 under the Euro 50,000,000,000 Debt Issuance Programme.....	4
B. Changes to the Base Prospectus for the issuance of Pfandbriefe dated 1 April 2020 under the Euro 50,000,000,000 Debt Issuance Programme.....	8

## A. Changes to the Base Prospectus for the issuance of Notes dated 1 April 2020 under the Euro 50,000,000,000 Debt Issuance Programme

1. In the section "**Important Notices**" on page 3, the first paragraph shall be amended as follows, whereby added text is printed in **bold and underlined** and deleted text is printed in ~~strike through~~:

"This Base Prospectus is to be read and construed together with the information provided in (a) the registration document of UniCredit Bank AG dated **20 May 2020**~~21 October 2019~~ (the "**Registration Document**"), which is incorporated herein by reference, (b) any future supplements to this Base Prospectus in accordance with Section 23 of the Prospectus Regulation (the "**Supplements**") as well as (c) in all other documents which are incorporated herein by reference (see "General Information – Information incorporated by reference" below)."

2. In the section "**Risk Factors**" on page 7, the first sentence in the fourth paragraph shall be amended as follows, whereby added text is printed in **bold and underlined** and deleted text is printed in ~~strike through~~:

*"Potential investors should consider all information provided in (a) this Base Prospectus and in any supplements thereto, (b) the registration document of UniCredit Bank AG dated **20 May 2020**~~21 October 2019~~ (the "**Registration Document**"), which is incorporated herein by reference, and (c) all documents which are incorporated in the Base Prospectus by reference."*

3. In the section "**Risk Factors – A. Risks related to the Issuer**" on pages 7 and 8, the heading "Macroeconomic Risk" and the eight paragraphs below up to the heading "**B. Risks related to potential conflicts of interest**" shall be deleted.

4. In the section "**Description of the Issuer**" on page 25, the first paragraph shall be amended as follows, whereby added text is printed in **bold and underlined** and deleted text is printed in ~~strike through~~:

"The description of the Issuer as contained in the Registration Document of UniCredit Bank AG, dated **20 May 2020**~~21 October 2019~~, approved by the German Federal Financial Services Supervisory Authority (*Bundesanstalt für Finanzdienstleistungsaufsicht*) (the "**Registration Document**"), is incorporated by reference into this Base Prospectus as set out on page 311 of this Base Prospectus."

5. In the section "**Description of the Issuer**" on page 25, the heading, text and tables under the heading "**Financial Statements of HVB**" shall be deleted in its entirety.

6. In the section "**Form of Final Terms**" on pages 260 et seq., the last paragraph on page 263 shall be amended as follows, whereby added text is printed in **bold and underlined** and deleted text is printed in ~~strike through~~:

"This document constitutes the Final Terms for the Notes described herein for the purposes of Article 8 para. 5 of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, as amended (the "**Prospectus Regulation**"). In order to get full information, the Final Terms are to be read together with the information contained in (a) the base prospectus dated 1 April 2020 (the "**Base Prospectus**"), [(b) the supplement[s] to the Base Prospectus according to Article 23 of the Prospectus Regulation dated [●] (the "**Supplement[s]**"), ~~[(b)]~~[(c)] the registration document of the Issuer dated **20 May 2020**~~21 October 2019~~ (the "**Registration Document**") which has been incorporated by reference into the Base Prospectus[ and ~~[(c)]~~[(d)] the supplement[s] to the registration document of the Issuer dated **20 May 2020**~~21 October 2019~~ dated [●] which [has][have] been incorporated by reference into the Base Prospectus]. These Final Terms will be published on the [website of the [Luxembourg Stock Exchange (www.bourse.lu)][insert other stock exchange]] [and] on the website of the Issuer (<https://www.hypovereinsbank.de/hvb/ueber-uns/investor-relations/emissionen-deckungsstock/emissionen>)."

7. In the section "**Form of Final Terms**" on pages 260 et seq., the first paragraph on page 264 shall be amended as follows, whereby added text is printed in **bold and underlined** and deleted text is printed in ~~strike through~~:

*"Dieses Dokument stellt die Endgültigen Bedingungen der hierin beschriebenen **Schuldverschreibungen**~~Wertpapiere~~ gemäß Artikel 8 Abs. 5 der Verordnung (EU) 2017/1129 des Europäischen Parlaments und des Rates vom 14. Juni 2017 über den Prospekt, der beim öffentlichen*

Angebot von ~~Wertpapieren~~~~Schuldverschreibungen~~ oder bei deren Zulassung zum Handel an einem geregelten Markt zu veröffentlichen ist, in der jeweils gültigen Fassung (die "**Prospektverordnung**") dar. Diese Endgültigen Bedingungen müssen, um sämtliche Angaben zu erhalten, zusammen mit den Informationen gelesen werden, die enthalten sind (a) im Basisprospekt vom 1. April 2020 (der "**Basisprospekt**"), [(b) in ~~[dem][den]~~ ~~[Nachtrag][Nachträgen]~~ zu diesem Basisprospekt gemäß Artikel 23 der Prospektverordnung vom [●] (~~der "Nachtrag"~~~~die "Nachträge"~~)], ~~[(b)][(c)]~~ im Registrierungsformular der UniCredit Bank AG vom ~~20. Mai 2020~~~~21. Oktober 2019~~ (das "**Registrierungsformular**"), das durch Verweis in den Basisprospekt einbezogen wurde] und ~~[(c)][(d)]~~ ~~[im][in]~~ ~~[Nachtrag][Nachträgen]~~ zum Registrierungsformular vom ~~20. Mai 2020~~~~21. Oktober 2019~~ vom [●], die durch Verweis in den Basisprospekt einbezogen wurden]. Diese Endgültigen Bedingungen werden ~~[auf der Website der [Börse Luxemburg (www.bourse.lu)]~~~~[andere Börse einfügen]]~~ [sowie] auf der Website der Emittentin (<https://www.hypovereinsbank.de/hvb/ueber-uns/investor-relations/emissionen-deckungsstock/emissionen>) veröffentlicht."

8. In the section "**Form of Final Terms**" on pages 260 et seq., the heading on page 265 shall be amended as follows, whereby added text is printed in **bold and underlined**:

**"Part I / Teil I"**

9. In the section "**Form of Final Terms**" on pages 260 et seq., the third paragraph on page 272 shall be amended as follows, whereby added text is printed in **bold and underlined** and deleted text is printed in ~~strikethrough~~:

"BUBOR (Budapest **[insert term(s)]** [●]  
time / Budapest  
Banking Day /  
principal Budapest  
office / Budapest  
Interbank market)

~~WBOR~~**BUBOR** **[Zeitraum/Zeiträume**  
(Budapester Ortszeit / **einfügen]** [●]  
Budapester  
Bankgeschäftstag /  
Budapester  
Hauptniederlassung/  
Budapester  
Interbanken-Markt):"

10. In the section "**Form of Final Terms**" on pages 260 et seq., the footnote behind "**Floating Rate Convention**" on page 284 shall be amended as follows, whereby added text is printed in **bold and underlined** and deleted text is printed in ~~strikethrough~~:

Floating Rate Convention<sup>27</sup> **[[insert number] months] [insert other specified periods]**  
Floating Rate Convention<sup>2627</sup> **[[Zahl einfügen] Monate] [andere festgelegte Zeiträume einfügen]**

11. In the section "**General Information – Information incorporated by reference**" on pages 310 et seq., the text under lit. (i) on page 310 shall be amended as follows, whereby added text is printed in **bold and underlined** and deleted text is printed in ~~strikethrough~~:

"(i) **Pages 1-21 of** the "Registration Document of UniCredit Bank AG, dated ~~20 May 2020~~~~21 October 2019~~, approved by the German Federal Financial Services Supervisory Authority (*Bundesanstalt für Finanzdienstleistungsaufsicht*)" (the "**Registration Document**") including the following documents which are incorporated by reference into **the** Registration Document ([https://www.onemarkets.de/content/dam/onemarkets-relaunch/PDF/Registrierungsdokumente/VO\\_UCB\\_RD\\_EN.PDF](https://www.onemarkets.de/content/dam/onemarkets-relaunch/PDF/Registrierungsdokumente/VO_UCB_RD_EN.PDF)):

- ~~(a) Audited consolidated financial statements for the fiscal year ended 31 December 2017 (incorporated by reference into the Registration Document)  
([https://www.hypovereinsbank.de/content/dam/hypovereinsbank/ueber-uns/pdf/investor-relations/Berichte/EN/2017/20180315\\_gb\\_2017\\_konzern-en.pdf](https://www.hypovereinsbank.de/content/dam/hypovereinsbank/ueber-uns/pdf/investor-relations/Berichte/EN/2017/20180315_gb_2017_konzern-en.pdf)),~~
- ~~(b) Audited unconsolidated financial statements (prepared in accordance with the German Commercial Code (*Handelsgesetzbuch* – "HGB") at 31 December 2017 (incorporated by reference into the Registration Document)  
([https://www.hypovereinsbank.de/content/dam/hypovereinsbank/ueber-uns/pdf/investor-relations/Berichte/EN/2017/20180315\\_gb\\_2017-en.pdf](https://www.hypovereinsbank.de/content/dam/hypovereinsbank/ueber-uns/pdf/investor-relations/Berichte/EN/2017/20180315_gb_2017-en.pdf)),~~
- (a)** ~~(e)~~ Audited unconsolidated financial statements (prepared in accordance with HGB) at 31 December 2018 (incorporated by reference into the Registration Document)  
(<https://www.hypovereinsbank.de/content/dam/hypovereinsbank/ueber-uns/pdf/investor-relations/Berichte/EN/2019/Annual-Report-UniCredit-Bank-AG-HVB-2018.pdf>),
- (b)** ~~(d)~~ Audited financial statements of HVB Group for the fiscal year ended 31 December 2018  
(<https://www.hypovereinsbank.de/content/dam/hypovereinsbank/ueber-uns/pdf/investor-relations/Berichte/EN/2019/Annual-Report-HVB-Group-2018.pdf>),"

12. In the section "**General Information – Information incorporated by reference**" on pages 311 and 312, the first four rows of the table shall be amended as follows, whereby added text is printed in **bold and underlined** and deleted text is printed in ~~strikethrough~~:

	<b>Pages of the document containing information incorporated by reference:</b>	<b>Inserted in this Base Prospectus (clean version) on the following pages:</b>
<b><u>Registration Document of UniCredit Bank AG, dated 20 May 2020<del>21</del> – October 2019</u></b> , approved by the German Federal Financial Services Supervisory Authority ( <i>Bundesanstalt für Finanzdienstleistungsaufsicht</i> )		
<b>A. Risk Factors</b>	p. 4-10	p. 7
<b>B. Persons responsible</b>	p. 10	p. 25
<b>C. Statutory Auditors</b>	p. 10	p. 25
<b>D. UniCredit Bank AG</b>	p. 11	p. 25
<b>E. Business Overview</b>	p. <del>12</del> <b>14</b>	p. 25
<b>F. Management and Supervisory Bodies</b>	p. 14- <del>16</del> <b>15</b>	p. 25
<b>G. Major Shareholders</b>	p. 16	p. 25

<b>H. Financial Statements of HVB</b>	p. <del>16-17</del>	p. 25
<b>I. Audit Opinion of the Auditors</b>	p. <del>176</del>	p. 25
<b>J. Legal and Arbitration Proceedings</b>	p. <del>176-1920</del>	p. 25
<b>K. General Information</b>	p. <del>1920-21</del>	p. 25
<p><b><del>Audited consolidated financial statements at 31 December 2017 (incorporated by reference into the Registration Document and extracted from the registration document of HVB dated 17 April 2018)</del></b></p>		
— Consolidated Income Statement	<del>p. 88 to 89</del>	<del>p. 25</del>
— Consolidated Balance Sheet	<del>p. 90 to 91</del>	<del>p. 25</del>
— Statement of Changes in Consolidated Shareholders' Equity	<del>p. 92 to 93</del>	<del>p. 25</del>
— Consolidated Cash Flow Statement	<del>p. 94 to 95</del>	<del>p. 25</del>
— Notes to the Consolidated Financial Statements	<del>p. 96 to 228</del>	<del>p. 25</del>
— Declaration by the Management Board	<del>p. 229</del>	<del>p. 25</del>
— Auditor's Report	<del>p. 230 to 235</del>	<del>p. 25</del>
<p><b><del>Audited unconsolidated financial statements (HGB) at 31 December 2017 (incorporated by reference into the Registration Document and extracted from the registration document of HVB dated 17 April 2018)</del></b></p>		
— Income Statement	<del>p. 76 to 77</del>	<del>p. 25</del>
— Balance Sheet	<del>p. 78 to 83</del>	<del>p. 25</del>
— Notes	<del>p. 84 to 141</del>	<del>p. 25</del>
— Declaration of the Management Board	<del>p. 142</del>	<del>p. 25</del>
— Auditors' Report	<del>p. 143 to 148</del>	<del>p. 25</del>

## **B. Changes to the Base Prospectus for the issuance of Pfandbriefe dated 1 April 2020 under the Euro 50,000,000,000 Debt Issuance Programme**

1. In the section "**Important Notices**" on page 3, the first paragraph shall be amended as follows, whereby added text is printed in **bold and underlined** and deleted text is printed in ~~strike through~~:

"This Base Prospectus is to be read and construed together with the information provided in (a) the registration document of UniCredit Bank AG dated ~~21 October 2019~~ **20 May 2020** (the "**Registration Document**"), which is incorporated herein by reference, (b) any future supplements to this Base Prospectus in accordance with Section 23 of the Prospectus Regulation (the "**Supplements**") as well as (c) in all other documents which are incorporated herein by reference (see "General Information – Information incorporated by reference" below)."

2. In the section "**Risk Factors**" on page 7, the first sentence in the fourth paragraph shall be amended as follows, whereby added text is printed in **bold and underlined** and deleted text is printed in ~~strike through~~:

*"Potential investors should consider all information provided in (a) this Base Prospectus and in any supplements thereto, (b) the registration document of UniCredit Bank AG dated ~~21 October 2019~~ **20 May 2020** (the "**Registration Document**"), which is incorporated herein by reference, and (c) all documents which are incorporated in the Base Prospectus by reference."*

3. In the section "**Risk Factors – A. Risks related to the Issuer**" on pages 7 and 8, the heading "Macroeconomic Risk" and the eight paragraphs below up to the heading "**B. Risks related to potential conflicts of interest**" shall be deleted.

4. In the section "**Description of the Issuer**" on page 21, the first paragraph shall be amended as follows, whereby added text is printed in **bold and underlined** and deleted text is printed in ~~strike through~~:

"The description of the Issuer as contained in the Registration Document of UniCredit Bank AG, dated ~~21 October 2019~~ **20 May 2020**, approved by the German Federal Financial Services Supervisory Authority (*Bundesanstalt für Finanzdienstleistungsaufsicht*) (the "**Registration Document**"), is incorporated by reference into this Base Prospectus as set out on page 171 of this Base Prospectus."

5. In the section "**Description of the Issuer**" on page 21, the heading, text and tables under the heading "**Financial Statements of HVB**" shall be deleted in its entirety.

6. In the section "**Form of Final Terms**" on pages 128 et seq., the last paragraph on page 132 shall be amended as follows, whereby added text is printed in **bold and underlined** and deleted text is printed in ~~strike through~~:

"This document constitutes the Final Terms for the Pfandbriefe described herein for the purposes of Article 8 para. 5 of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, as amended (the "**Prospectus Regulation**"). In order to get full information, the Final Terms are to be read together with the information contained in (a) the base prospectus dated 1 April 2020 (the "**Base Prospectus**"), [(b) the supplement[s] to the Base Prospectus according to Article 23 of the Prospectus Regulation dated [●] (the "**Supplement[s]**"), ~~[(b)]~~[(c)] the registration document of the Issuer dated ~~21 October 2019~~ **20 May 2020** (the "**Registration Document**") which has been incorporated by reference into the Base Prospectus[ and ~~[(c)]~~[(d)] the supplement[s] to the registration document of the Issuer dated ~~21 October 2019~~ **20 May 2020** dated [●] which ~~[has]~~[have] been incorporated by reference into the Base Prospectus]. These Final Terms will be published on the [website of the [Luxembourg Stock Exchange (www.bourse.lu)]]~~[[insert other stock exchange]]~~ [and] on the website of the Issuer (<https://www.hypovereinsbank.de/hvb/ueber-uns/investor-relations/emissionen-deckungsstock/emissionen>)."

7. In the section "**Form of Final Terms**" on pages 128 et seq., the first paragraph on page 133 shall be amended as follows, whereby added text is printed in **bold and underlined** and deleted text is printed in ~~strike through~~:

*"Dieses Dokument stellt die Endgültigen Bedingungen der hierin beschriebenen Pfandbriefe gemäß Artikel 8 Abs. 5 der Verordnung (EU) 2017/1129 des Europäischen Parlaments und des Rates vom 14. Juni 2017 über den Prospekt, der beim öffentlichen Angebot von Wertpapieren oder bei deren*



Zulassung zum Handel an einem geregelten Markt zu veröffentlichen ist, in der jeweils gültigen Fassung (die "**Prospektverordnung**") dar. Diese Endgültigen Bedingungen müssen, um sämtliche Angaben zu erhalten, zusammen mit den Informationen gelesen werden, die enthalten sind (a) im Basisprospekt vom 1. April 2020 (der "**Basisprospekt**"), [(b) in [dem][den] [Nachtrag][Nachträgen] zu diesem Basisprospekt gemäß Artikel 23 der Prospektverordnung vom [●] ([der "**Nachtrag**"]/[die "**Nachträge**"]], ~~[(b)][(c)]~~ im Registrierungsformular der UniCredit Bank AG vom ~~20. Mai 2020~~~~21. Oktober 2019~~ (das "**Registrierungsformular**"), das durch Verweis in den Basisprospekt einbezogen wurde und [(c)][(d)] [im][in] [Nachtrag][Nachträgen] zum Registrierungsformular vom ~~20. Mai 2020~~~~21. Oktober 2019~~ vom [●], die durch Verweis in den Basisprospekt einbezogen wurden]. Diese Endgültigen Bedingungen werden [auf der Website der [Börse Luxemburg (www.bourse.lu)][andere Börse einfügen]] [sowie] auf der Website der Emittentin (<https://www.hypovereinsbank.de/hvb/ueberuns/investor-relations/emissionen-deckungsstock/emissionen>) veröffentlicht."

8. In the section "**Form of Final Terms**" on pages 128 et seq., the heading on page 134 shall be amended as follows, whereby added text is printed in **bold and underlined**:

**"Part I / Teil I"**

9. In the section "**General Information – Information incorporated by reference**" on pages 164 et seq., the text under lit. (i) on pages 169 and 170 shall be amended as follows, whereby added text is printed in **bold and underlined** and deleted text is printed in ~~strikethrough~~:

(i) **Pages 1-21 of** the "Registration Document of UniCredit Bank AG, dated ~~20 May 2020~~~~21 October 2019~~, approved by the German Federal Financial Services Supervisory Authority (*Bundesanstalt für Finanzdienstleistungsaufsicht*)" (the "**Registration Document**") including the following documents which are incorporated by reference into the Registration Document ([https://www.onemarkets-de-relaunch/PDF/Registrierungsdokumente/VO\\_UCB\\_RD\\_EN.PDF](https://www.onemarkets.de/content/dam/onemarkets-relaunch/PDF/Registrierungsdokumente/VO_UCB_RD_EN.PDF)):

~~(a) Audited consolidated financial statements for the fiscal year ended 31 December 2017 (incorporated by reference into the Registration Document)~~  
~~([https://www.hypovereinsbank.de/content/dam/hypovereinsbank/ueberuns/pdf/investor-relations/Berichte/EN/2017/20180315\\_gb\\_2017\\_konzern-en.pdf](https://www.hypovereinsbank.de/content/dam/hypovereinsbank/ueberuns/pdf/investor-relations/Berichte/EN/2017/20180315_gb_2017_konzern-en.pdf)),~~

~~(b) Audited unconsolidated financial statements (prepared in accordance with the German Commercial Code (*Handelsgesetzbuch* – "**HGB**") at 31 December 2017 (incorporated by reference into the Registration Document)~~  
~~([https://www.hypovereinsbank.de/content/dam/hypovereinsbank/ueberuns/pdf/investor-relations/Berichte/EN/2017/20180315\\_gb\\_2017-en.pdf](https://www.hypovereinsbank.de/content/dam/hypovereinsbank/ueberuns/pdf/investor-relations/Berichte/EN/2017/20180315_gb_2017-en.pdf)),~~

**(a)** ~~(e)~~—Audited unconsolidated financial statements (prepared in accordance with HGB) at 31 December 2018 (incorporated by reference into the Registration Document) (<https://www.hypovereinsbank.de/content/dam/hypovereinsbank/ueberuns/pdf/investor-relations/Berichte/EN/2019/Annual-Report-UniCredit-Bank-AG-HVB-2018.pdf>),

**(b)** ~~(d)~~—Audited financial statements of HVB Group for the) fiscal year ended 31 December 2018 (<https://www.hypovereinsbank.de/content/dam/hypovereinsbank/ueberuns/pdf/investor-relations/Berichte/EN/2019/Annual-Report-HVB-Group-2018.pdf>),"

10. In the section "**General Information – Information incorporated by reference**" on pages 171 and 172, the first four rows of the table shall be amended as follows, whereby added text is printed in **bold and underlined** and deleted text is printed in ~~strikethrough~~:

	<b>Pages of the document containing information incorporated by reference:</b>	<b>Inserted in this Base Prospectus (clean version) on the following pages:</b>
<b>Registration Document of UniCredit Bank AG, dated <u>20 May 2020</u><del>21 October 2019</del>, approved by the German Federal Financial Services Supervisory Authority (<i>Bundesanstalt für Finanzdienstleistungsaufsicht</i>)</b>		
<b>A. Risk Factors</b>	p. 4-10	p. 7
<b>B. Persons responsible</b>	p. 10	p. 25
<b>C. Statutory Auditors</b>	p. 10	p. 25
<b>D. UniCredit Bank AG</b>	p. 11	p. 25
<b>E. Business Overview</b>	p. <del>12</del>	p. 25
<b>F. Management and Supervisory Bodies</b>	p. 14- <del>16</del>	p. 25
<b>G. Major Shareholders</b>	p. 16	p. 25
<b>H. Financial Statements of HVB</b>	p. <del>16-17</del>	p. 25
<b>I. Audit Opinion of the Auditors</b>	p. <del>17</del>	p. 25
<b>J. Legal and Arbitration Proceedings</b>	p. <del>176-192</del> <u>0</u>	p. 25
<b>K. General Information</b>	p. <del>192</del> <u>0-21</u>	p. 25
<b><del>Audited consolidated financial statements at 31 December 2017 (incorporated by reference into the Registration Document and extracted from the registration document of HVB dated 17 April 2018)</del></b>		
<del>— Consolidated Income Statement</del>	<del>p. 88 to 89</del>	<del>p. 25</del>
<del>— Consolidated Balance Sheet</del>	<del>p. 90 to 91</del>	<del>p. 25</del>
<del>— Statement of Changes in Consolidated Shareholders' Equity</del>	<del>p. 92 to 93</del>	<del>p. 25</del>
<del>— Consolidated Cash Flow Statement</del>	<del>p. 94 to 95</del>	<del>p. 25</del>
<del>— Notes to the Consolidated Financial Statements</del>	<del>p. 96 to 228</del>	<del>p. 25</del>
<del>— Declaration by the Management Board</del>	<del>p. 229</del>	<del>p. 25</del>

<del>— Auditor's Report</del>	<del>p. 230 to 235</del>	<del>p. 25</del>
<b>Audited unconsolidated financial statements (HGB) at 31 December 2017 (incorporated by reference into the Registration Document and extracted from the registration document of HVB dated 17 April 2018)</b>		
<del>— Income Statement</del>	<del>p. 76 to 77</del>	<del>p. 25</del>
<del>— Balance Sheet</del>	<del>p. 78 to 83</del>	<del>p. 25</del>
<del>— Notes</del>	<del>p. 84 to 141</del>	<del>p. 25</del>
<del>— Declaration of the Management Board</del>	<del>p. 142</del>	<del>p. 25</del>
<del>— Auditors' Report</del>	<del>p. 143 to 148</del>	<del>p. 25</del>