

This document constitutes a supplement (the "**Supplement**") for the purposes of Article 13.1 of Chapter 1 of Part II of the Luxembourg Act dated 10 July 2005 on prospectuses for securities, as amended (the "**Prospectus Act**") and is prepared in connection with the base prospectus dated 9 September 2015.

Supplement

to the Base Prospectus dated 9 September 2015

of

UniCredit Bank AG

Munich, Federal Republic of Germany

and

UniCredit International Bank (Luxembourg) S.A.

Luxembourg, Grand Duchy of Luxembourg

guaranteed by

UniCredit S.p.A.

Rome, Republic of Italy

In the case of Securities issued by UniCredit International Bank (Luxembourg) S.A.

for the issue of Credit Linked Securities

**under the Euro 7,000,000,000 Credit Linked Securities Programme of UniCredit Bank AG and the
Euro 7,000,000,000 Credit Linked Securities Programme of UniCredit International Bank (Luxembourg) S.A.**



UniCredit Bank AG

(incorporated as a stock corporation under the laws of the Federal Republic of Germany and registered with the Commercial Register at the Local Court (*Amtsgericht*) in Munich under number HRB 42148)



UniCredit International Bank (Luxembourg) S.A.

(incorporated as a public limited liability company (*société anonyme*) under the laws of the Grand Duchy of Luxembourg, having its registered office at 8-10, rue Jean Monnet, L - 2180 Luxembourg and registered with the Luxembourg trade and companies register under number B.103.341)



UniCredit S.p.A.

(incorporated with limited liability as a *Società per Azioni* in the Republic of Italy under registered number 00348170101)

15 September 2015

This Supplement is to be read and construed in conjunction with the base prospectus listed above (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, UniCredit International Bank (Luxembourg) S.A. and UniCredit S.p.A. accept responsibility for the information contained in this Supplement and declare that, having taken all reasonable care to ensure that this is the case, the information contained in this Supplement is, to the best of their knowledge, in accordance with the facts and contains no omission likely to affect its import.

Investors who have already agreed to purchase or subscribe for instruments issued under the Base Prospectus before this Supplement is published shall have the right, exercisable within two working days after the publication of this Supplement, which is 17 September 2015, to withdraw their acceptances in the event that a new factor or an inaccuracy arose before the final closing of the offer of such instruments to the public and the delivery of the instruments, pursuant to Article 13.2 of Chapter 1 of Part II of the Prospectus Act. A corresponding revocation notice should be addressed to UniCredit Bank AG, LCD7SR Structured Securities & Regulatory, Arabellastrasse 12, 81925 Munich, Germany, Facsimile No.: +49 89 378 13944.

This Supplement and the Base Prospectus are available during usual business hours on any weekday (except Saturdays and public holidays) for inspection in the English language free of charge at the office of UniCredit Bank AG, LCD7DC Debt Capital Markets Legal, Arabellastrasse 12, 81925 Munich, Germany, and at the office of UniCredit International Bank (Luxembourg) S.A. (8-10 rue Jean Monnet, L-2180 Luxembourg) and are also published in electronic form on the website www.onemarkets.de or any successor page as well as the Luxembourg Stock Exchange's website (www.bourse.lu).

The Issuers have requested the *Commission de Surveillance du Secteur Financier* to provide the competent authorities in relation to the Base Prospectus with a certificate of approval attesting that this Supplement has been drawn up in accordance with the Law.

To the extent that there is any inconsistency between (i) any statement in this Supplement and (ii) any statement in, or incorporated by reference, in the Base Prospectus, the statements in (i) shall prevail. Terms used in this Supplement but not herein defined shall have the same meaning as assigned to them in the Base Prospectus.

UniCredit Bank AG ("**HVB**"), UniCredit International Bank (Luxembourg) S.A. ("**UniCredit International Luxembourg**") and UniCredit S.p.A. ("**UniCredit**") announce the following changes with regard to the Base Prospectus:

Summary Note

In Element **B.12** in relation to HVB on p. 8 under the heading "Consolidated Financial Highlights as of 30 June 2015*" the last table entitled "Key capital ratios" shall be replaced in its entirety with the following table:

Key capital ratios	30/06/2015	31/12/2014
	Basel III	Basel III
Common Equity Tier 1 capital	€19,030m	€18,993 m
Core capital (Tier 1 capital)	€19,030m	€18,993 m
Risk-weighted assets (including equivalents for market risk and operational risk)	€81,325m	€85,768 m
CET 1 capital ratio ¹⁾	23.4%	22.1%

The footnotes following the table remain unchanged.