



UniCredit Bank Austria AG
(Incorporated as a joint stock company in the Republic of Austria under registered number FN 150714p)

relating to the

€40,000,000,000
EURO MEDIUM TERM NOTE PROGRAMME

FOR THE ISSUE OF NOTES INCLUDING PFANDBRIEFE AND JUMBO-PFANDBRIEFE DUE FROM ONE MONTH TO 40 YEARS FROM THE DATE OF ISSUE

This supplement (the "Supplement") constitutes a prospectus supplement pursuant to Art 16 (1) of the Directive 2003/71/EC (the "Prospectus Directive") and Article 13.1 of Chapter 1 of Part II of the Luxembourg Act dated 10 July 2005 on prospectuses for securities (the "Prospectus Act") and is supplemental to, and should be read in conjunction with, the base prospectus dated 18 June 2012 (the "Original Prospectus") relating to a €40,000,000,000 Euro Medium Term Note Programme (the "Programme") of UniCredit Bank Austria AG (the "Issuer" or "Bank Austria"), as amended and supplemented by the prospectus supplement dated 27 July 2012 (the "First Supplement"), the prospectus supplement dated 14 August 2012 (the "Second Supplement") and the prospectus supplement dated 22 November 2012 (the "Third Supplement", and together with the First Supplement, the Second Supplement and the Original Prospectus, the "Prospectus").

The Original Prospectus was approved on 18 June 2012 by the Commission de Surveillance du Secteur Financier ("CSSF") and published on 18 June 2012 by making it available in electronic form on the website of the Luxembourg Stock Exchange (www.bourse.lu) and on the website of Bank Austria (www.bankaustria.at/en/open.html#/en/31967.html). The First Supplement was approved on 27 July 2012 by the CSSF and published on 27 July 2012 by making it available in electronic form on the website of the Luxembourg Stock Exchange (www.bourse.lu) and on the website of the Issuer (www.bankaustria.at/en/open.html#/en/31967.html). The Second Supplement was approved on 14 August 2012 by the CSSF and published on 14 August 2012 by making it available in electronic form on the website of the Luxembourg Stock Exchange (www.bourse.lu) and on the website of the Issuer (www.bankaustria.at/en/open.html#/en/31967.html). The Third Supplement was approved on 22 November 2012 by the CSSF and published on 22 November 2012 by making it available in electronic form on the website of the Luxembourg Stock Exchange (www.bourse.lu) and on the website of the Issuer (www.bankaustria.at/en/open.html#/en/31967.html).

This Supplement has been filed for approval with the CSSF in its capacity as competent authority in Luxembourg for approving this Supplement and to provide the Financial Markets Authority (Finanzmarktaufsicht) ("FMA"), being the competent authority in the Republic of Austria, as well as the respective competent authorities in each of the United Kingdom, the Federal Republic of Germany and the Republic of Ireland with a certificate of approval attesting that this Supplement has been drawn up in accordance with the Prospectus Directive. This Supplement has been filed with and approved by the CSSF on the date first above written and has been published on or about such date by making it available in electronic form on the website of the Luxembourg Stock Exchange (www.bourse.lu) and on the website of Bank Austria (www.bankaustria.at/en/open.html#/en/31967.html).

Terms defined in the Prospectus shall have the same meaning when used in this Supplement.

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

To the extent that there is any inconsistency between a) any statement in this Supplement or any statement incorporated by reference into the Prospectus by this Supplement and b) any other statement in or incorporated by reference in the Prospectus, the statements in a) above will prevail.

Save as disclosed in this Supplement, no other significant new factor, material mistake or inaccuracy relating to information in the Prospectus has arisen or been noted, as the case may be, since the publication of the Prospectus.

In accordance with Art 16 of the Prospectus Directive and Article 13.2 of Chapter 1 of Part II of the Prospectus Act, investors who have already agreed to purchase or subscribe for the securities before this Supplement is published have the right, exercisable within two working days after the publication of this Supplement, to withdraw their acceptances. Thus, the last date for such withdrawal is 21 March 2013.

The Issuer accepts responsibility for the information contained in this Supplement. Having taken all reasonable care to ensure that such is the case, the information contained in this Supplement is, to the best of the knowledge of the Issuer, in accordance with the facts and contains no omission likely to affect its import.

No person has been authorised to give any information or to make any representation other than those contained in this Supplement in connection with the issue or sale of the Notes and, if given or made, such information or representation must not be relied upon as having been authorised by the Issuer or any of the Dealers or UniCredit Bank AG (the "Arranger"). Neither the delivery of this Supplement nor any sale made in connection herewith shall, under any circumstances, create any implication that there has been no change in the affairs of the Issuer or the Bank Austria Group since the date hereof or that there has been no adverse change in the financial position of the Issuer or the Bank Austria Group since the date hereof or that any other information supplied in connection with the Programme is correct as of any time subsequent to the date on which it is supplied or, if different, the date indicated in the document containing the same.

The distribution of this Supplement and the offering or sale of the Notes in certain jurisdictions may be restricted by law. Persons into whose possession this Supplement comes are required by the Issuer, the Dealers and the Arranger to inform themselves about and to observe any such restrictions. The Notes have not been and will not be registered under the United States Securities Act of 1933, as amended, and may include Notes in bearer form that are subject to US tax law requirements. Subject to certain exceptions, Notes may not be offered, sold or delivered within the United States or to US persons. For a description of certain restrictions on offers and sales of Notes and on distribution of this Supplement, see "Subscription and Sale" of the Prospectus.

The Dealers and the Arranger have not separately verified the information contained in this Supplement. None of the Dealers or the Arranger makes any representation, express or implied, or accepts any responsibility, with respect to the accuracy or completeness of any of the information in this Supplement. Neither this Supplement nor any financial statements supplied in connection with the Programme or any Notes are intended to provide the basis of any credit or other evaluation and should not be considered as a recommendation by any of the Issuer, the Dealers or the Arranger that any recipient of this Supplement or any financial statements should purchase the Notes. Each potential purchaser of Notes should determine for itself the relevance of the information contained in this Supplement or any financial statements and its purchase of Notes should be based upon any such investigation as it deems necessary. None of the Dealers or the Arranger undertakes to review the financial condition or affairs of the Issuer or the Bank Austria Group during the life of the arrangements contemplated by this Supplement or to advise any investor or potential investor in the Notes of any information coming to the attention of any of the Dealers or the Arranger.

1. Financial Statements 2012

On 18 March 2013, the Issuer published its audited consolidated financial statements for the financial year ended on 31 December 2012 (the "Consolidated Financial Statements 2012"). The Consolidated Financial Statements 2012 have been filed with the CSSF and, by virtue of this Supplement, are incorporated by reference in, and form part of, the Prospectus. The Issuer will provide, without charge, to each person to whom a copy of the Prospectus has been delivered, upon the oral or written request of any such person, a copy of any or all of the documents which, or portions of which, are incorporated by reference. Additionally, such documents will be available, free of charge, from the principal office of the Luxembourg Listing Agent. The documents incorporated by reference into the Prospectus are also available on the internet web site of the Luxembourg Stock Exchange (www.bourse.lu). The following information shall be added to the cross-reference table on pages 44-45 of the Prospectus under the heading "Documents Incorporated by Reference". Such information shall be incorporated in, and form part of, the Prospectus:

Item	Reference
<i>Audited Consolidated Financial Statements</i>	
Income Statement for year ended 31 December 2012	Annual Report 2012, pages 90 to 91
Balance Sheet at 31 December 2012	Annual Report 2012, page 92
Statement of changes in equity	Annual Report 2012, page 93
Cash Flow Statement 2012	Annual Report 2012, page 94
Notes to the 2012 Consolidated Financial Statements	Annual Report 2012, pages 97 to 221 (inclusive)
Report of the Auditors 2012	Annual Report 2012, pages 224 to 225 (inclusive)

Moreover, the sections "Financial Information" on pages 6-7 of the summary, "Finanzdaten" on page 21 of the German summary, point (1) under the heading "Documents Incorporated by Reference" on page 44 of the Original Prospectus and "Business Overview" on page 301 of the Original Prospectus shall be updated to read in their entirety as follows:

"Financial Information: The consolidated audited balance sheets of the Issuer as at 31 December 2010, 31 December 2011 and 31 December 2012, the consolidated audited income statements, the statements of changes in equity and cash flow statements of the Issuer for the period from 1 January 2010 to 31 December 2010, 1 January 2011 to 31 December 2011 and from 1 January 2012 to 31 December 2012 together with the applicable accounting policies and explanatory notes are incorporated by reference into this Prospectus, see further "Documents Incorporated by Reference", below."

"Finanzdaten{Financial Information}: Die konsolidierten geprüften Bilanzen der Emittentin zum 31. Dezember 2010, 31. Dezember 2011 und zum 31. Dezember 2012, die konsolidierten geprüften Gewinn- und Verlustrechnungen, die Entwicklung des Eigenkapitals und die Geldflussrechnungen der Emittentin für den Zeitraum von 1. Januar 2010 bis 31. Dezember 2010, 1. Januar 2011 bis 31. Dezember 2011 und 1. Januar 2012 bis 31. Dezember 2012 sind zusammen mit den geltenden Rechnungslegungsgrundsätzen und Erläuterungen durch Bezugnahme in diesen Prospekt aufgenommen (siehe dazu "*Documents Incorporated by Reference*" unten)."

"(1) the audited consolidated financial statements of the Issuer for the years ended 31 December 2010, 31 December 2011 and 31 December 2012 respectively, including:

- (a) the audited consolidated balance sheets of the Issuer as at 31 December 2010, 31 December 2011 and 31 December 2012;
- (b) the audited consolidated income statements, statement of changes in equity and cash flow statements of the Issuer for the periods from 1 January 2010 to 31 December 2010, from 1 January 2011 to 31 December 2011 and from 1 January 2012 to 31 December 2012;"

"Business Overview

According to the audited figures as published in the Issuer's Annual Report 2012, the Issuer's consolidated total assets amounted to € 208 billion, with loans and receivables with customers in the amount of € 132 billion and deposits from customers in the amount of € 111 billion. Operating income (for the twelve-month period ending on 31 December 2012) stood at € 6,622 million, profit before tax amounted to € 1,326 million. The net profit attributable to the owners of the Issuer for the twelve-month period ending on 31 December 2012 amounted to € 423 million, impacted by a loss after tax from discontinued operations (sales process regarding Kazakh ATF Bank) of € 301 million and goodwill impairments of € 199 million (mainly UkrSotsbank, Ukraine)."