



UnipolSai Assicurazioni S.p.A.
Registered Office in Bologna, Via Stalingrado 45 - Share Capital €1,996,129,451.62 fully paid-up
Tax Identification Number and Bologna Companies' Register Number 00818570012
Company entered in the Register of Insurance Companies under No. 1.00006
Subject to the management and coordination of Unipol Gruppo Finanziario S.p.A.
and belonging to the Unipol Insurance Group, entered under No. 046 of the Register of Insurance Groups

EXTRACT OF NOTICE OF ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING

(pursuant to Article 125-bis, paragraph 1 of Legislative Decree No. 58/1998)

NOTICE OF ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING

The Ordinary and Extraordinary Shareholders' Meeting of UnipolSai Assicurazioni S.p.A. is hereby convened in a single call on 26 January 2015, at 10:00 am, at the Villa Cicogna Conference Centre, Via Palazzetti 1N, San Lazzaro di Savena (Bologna), in order to resolve on the following

AGENDA

In the Ordinary Session

1. Composition of the Board of Directors pursuant to Article 2386, paragraph 1 of the Italian Civil Code and Article 13 of the Company By-Laws. Related and consequent resolutions.

In the Extraordinary Session

1. Mandatory conversion of Class A Savings Shares and Class B Savings Shares into Ordinary Shares of the Company. Amendment of Articles 6, 7, 8, 27 and 31 of the Company By-Laws. Related and consequent resolutions.

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Participation and representation at the Shareholders' Meeting

Entitlement to attend the Shareholders' Meeting and exercise voting rights must be certified by a notice issued to the Company by an authorized intermediary, in accordance with its accounting records, in favour of the party entitled to vote.

This notice must be issued by the intermediary based on evidence at the record date (15 January 2015), corresponding to the seventh trading day prior to the date of the Shareholders' Meeting.

All entitled parties may be represented at the Shareholders' Meeting by proxy granted in accordance with the law. The Company has appointed Computershare S.p.A. as the representative to which proxies may be granted with voting instructions by means of specific forms provided for the purpose.

The forms to be used to grant proxy will be available on the Company website (www.unipolsai.com under the section *Governance/Shareholders' Meetings/Meetings January 2015*) and will be sent to any requesting parties calling 800077331 or 011 0923200.

Documentation and information

Further information and detailed instructions on the rights that may be exercised by Shareholders are available on the Company website www.unipolsai.com under the section *Governance/Shareholders' Meetings/Meetings January 2015*.

The following will be available to the public at the registered office, on the Company website www.unipolsai.com under the section *Governance/Shareholders' Meetings/Meetings January 2015* and on the centralized storage mechanism www.1info.it:

- by 27 December 2014, the report of the Board of Directors on the proposed resolutions on items on the agenda of the Ordinary Shareholders' Meeting;
- by 5 January 2015, the report of the Board of Directors on the proposed resolutions on items on the agenda of the Extraordinary Shareholders' Meeting.

Bologna, 2 December 2014

Chairman of the Board of Directors
Fabio Cerchiai