



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

**NOTICE TO HOLDERS OF UNIPOLSAI ASSICURAZIONI S.p.A.
CLASS A AND CLASS B SAVINGS SHARES**

(pursuant to Article 2437-ter of the Italian Civil Code and Article 84 of Consob Regulation No. 11971/1999)

Conversion of Class A Savings Shares and Class B Savings Shares into Ordinary Shares of UnipolSai Assicurazioni S.p.A.

Liquidation value of any Class A Savings Shares and any Class B Savings Shares subject to withdrawal

With notice published on 1 December 2014 on the website of UnipolSai Assicurazioni S.p.A. ("**UnipolSai**" or the "**Company**") www.unipolsai.com (section *Governance/Shareholders' Meetings/Meetings January 2015*), the Special Meetings of Holders of Class A Savings Shares ("**Class A Savings Shares**") and Class B Savings Shares ("**Class B Savings Shares**") and, jointly with the Class A Savings Shares, the "**Savings Shares**") of the Company have both been convened on 27 January 2015, in a single call, for the approval of the proposed mandatory conversion of Savings Shares into UnipolSai Ordinary Shares, under the terms disclosed to the market with press release of the Company dated 1 December of this year.

In this regard, in accordance with the provisions of Article 2437-ter, paragraph 3 of the Italian Civil Code, it should be noted that:

- the liquidation value of Class A Savings Shares, for which the right of withdrawal shall be exercised by the Shareholders of such category entitled to do so pursuant to Article 2437, paragraph 1, letter g) of the Italian Civil Code, was set at €228.272 for each Class A Savings Share;
- the liquidation value of Class B Savings Shares, for which the right of withdrawal shall be exercised by the Shareholders of such category entitled to do so pursuant to Article 2437, paragraph 1, letter g) of the Italian Civil Code, was set at €2.238 for each Class B Savings Share.

Further information on the terms and conditions of withdrawal will be made available to the public, also on the Company website at www.unipolsai.com (section *Governance/Shareholders' Meetings/Meetings January 2015*), within the terms and conditions provided by law.

Bologna, 5 December 2014

UnipolSai Assicurazioni S.p.A.