

**Bologna, 27 January 2015**

## **THE CLASS B SAVING SHAREHOLDERS' MEETING APPROVES THE MANDATORY CONVERSION OF THE CLASS B SAVING SHARES INTO COMMON SHARES UNIPOLSAI**

The Special Meeting of the holders of class B saving shares (the “**Class B Saving Shareholders' Meeting**”) of UnipolSai Assicurazioni S.p.A. (“**UnipolSai**” or the “**Company**”), held on the date hereof and chaired by Fabio Cerchiai, has approved, as far as concerned – pursuant to art. 146, paragraph 1, lett. b), of the Legislative Decree 24 February 1998, n. 58 – the resolution adopted by the Extraordinary Shareholders' Meeting on January 26, 2015, on the mandatory conversion of the class A Saving Shares (the “**Class A Saving Shares**”) and of the class B Saving Shares (the “**Class B Saving Shares**”, and, together with the Class A Saving Shares, the “**Saving Shares**”) into common shares of UnipolSai (the “**Conversion**”). The Conversion provides for the following conversion ratio:

- n. 1 common share, with regular entitlement, for each Class B Saving Share, without payment of any cash balance (*conguaglio*).

Please also note that the holders of Class B Saving Shares who did not vote in favor of the Conversion shall be entitled to exercise the right of withdrawal pursuant to art. 2437, paragraph 1, lett. g), of the Italian Civil Code, within fifteen calendar days from the date of registration of the Shareholders' resolution in the Companies Register of Bologna.

As already communicated to the market, the settlement value of the Class B Saving Shares for which will be exercised, if any, the right of withdrawal, has been determined in Euro 2.238 for each Class B Saving Share, in compliance with the provisions of art. 2437-ter, paragraph 3, of the Italian Civil Code.

The Conversion shall be effective subject to the conditions illustrated in the documents for the Shareholders' Meeting, published pursuant to the law and available on the internet website of the Company [www.unipolsai.com](http://www.unipolsai.com) (Section Governance/Shareholders' meetings).

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### **UnipolSai Assicurazioni S.p.A.**

UnipolSai Assicurazioni S.p.A. is the insurance company of the Unipol Group, Italian leader in Non-Life Business, in particular in vehicle liability insurance.

Also active in Life Business, UnipolSai has a portfolio of over 10 million customers and holds a leading position in the national ranking of insurance groups with a direct income amounting to €15.4bn, of which €9.3bn in Non-Life Business and €6.1bn in Life Business (2013 figures).

The company currently operates through 5 divisions (Unipol, La Fondiaria, Sai, Nuova MAA and La Previdente) and has the largest agency network in Italy, with approximately 3,800 agencies and 7,300 sub-agencies spread across the country.