

Bologna, 29 June 2015

NOTICE OF CHANGE IN SHARE CAPITAL AND PUBLICATION OF THE UPDATED COMPANY BY-LAWS

The new composition of the share capital of UnipolSai Assicurazioni S.p.A., fully subscribed and paid-up, is hereby announced, following the execution of the mandatory conversion of all 1,276,836 Class A Savings Shares and all 377,193,155 Class B Savings Shares into 127,683,600 and 377,193,155 ordinary Shares respectively (the “**Conversion**”) having the same characteristics as the outstanding ordinary Shares, as resolved by the Extraordinary Shareholders’ Meeting held on 26 January 2015 and the Special Meetings of Holders of Class A and Class B Savings Shares held on 27 January 2015.

Certification of the successful execution of the Conversion was deposited at the Bologna Companies’ Register on the date hereof, together with the deposit of the updated Company By-Laws.

The current composition of share capital alongside the previous share capital is shown below.

	Current share capital			Previous share capital		
	Euro	No. shares	Unit nom. value	Euro	No. shares	Unit nom. value
Total of which:	1,996,129,451.62	2,780,508,781	Shares without nominal value	1,996,129,451.62	2,654,102,017	Shares without nominal value
Ordinary shares (regular dividends): current coupon number: 6	1,996,129,451.62	2,780,508,781	Shares without nominal value	1,711,485,119.66	2,275,632,026	Shares without nominal value
Class A savings shares	-	-		960,298.41	1,276,836	Shares without nominal value
Class B savings shares				283,684,033.55	377,193,155	Shares without nominal value

	No. outstanding securities
Unlisted convertible bonds ISIN IT0005013674	1,343

Finally, it should be noted that the updated Company By-Laws with amendments resulting from the Conversion are available to the public, pursuant to current law, on the authorised storage mechanism NIS-Storage (www.emarketstorage.com) and on the Company's website www.unipolsai.com - under the Section Governance/Corporate Governance System/Company By-Laws.

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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 approximately €16 bn, of which €8.4bn in Non-Life Business and €7.6bn in Life Business (2014 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.

UnipolSai Assicurazioni is a subsidiary of Unipol Gruppo Finanziario S.p.A. and, like the latter, is listed on the Italian Stock Exchange, being one of the most highly capitalized securities.