

**MILANO ASSICURAZIONI ACQUIRES 100% OF THE SHARE CAPITAL OF THE COMPANY
AGRICOLA TENUTA CESARINA S.R.L.**

PRESS RELEASE

Pursuant to article 114 of Legislative Decree No. 58/98

- **MILANO ASSICURAZIONI SIGNS AN AGREEMENT FOR THE ACQUISITION FROM SINERGIA HOLDING DI PARTECIPAZIONI S.P.A. OF 100% OF THE SHARE CAPITAL OF THE COMPANY AGRICOLA TENUTA CESARINA S.R.L.**
- **THE AGRICULTURAL LAND LOCATED OUTSIDE OF ROME AMOUNTS TO OVER 7 MILLION SQUARE METRES.**
- **THE PURCHASE PRICE IS EURO 80 MILLION**

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December 30, 2008

MILANO ASSICURAZIONI has today signed a sales/purchase agreement for the acquisition from SINERGIA HOLDING DI PARTECIPAZIONI S.p.A. ("**Sinergia**") of 100% of the share capital of the Company Agricola Tenuta Cesarina S.r.l. ("**Cesarina**"), an agricultural business, owner of large agricultural land located outside of Rome totalling over 7 million square metres.

The agreement provides for the sale by Sinergia of 100% of the share capital of CESARINA for a price of Euro 80 million. The contract is subject, among other matters, to ISVAP and AGCM approval. The closing of the operation is expected in the first half of 2009.

Cesarina owns land for agricultural, horticulture, plant and forestry cultivation and animal farming and in particular boasts vintage production of olive oil and dairy products. The company is also owner of numerous buildings located on the property for a total of 22,000 square meters among which prestigious residential buildings for a total of approx. 7,000 square metres.

The land on which Cesarina undertakes its agricultural activity is located in the North East agricultural area of the capital and covers approx. 730 hectares.

The acquisition of Cesarina, which will be integrated into the activities of SAIAGRICOLA S.p.A. – a subsidiary of FONDIARIA-SAI – through a merger of the two companies, will result in the agricultural/food business been owned between the two insurance companies, in line with the strategy adopted by the group in other investment sectors.

The merger of Cesarina and SAIAGRICOLA – a long-standing agricultural company of the SAI group owner of over 5,000 hectares of land and producer of quality wines, rice and olive oil – creates an opportunity to expand and integrate the excellent gastronomic product range today marketed by the group and will create economies of scale and distribution synergies which will permit the reaching of appropriate critical mass to efficiently promote brand awareness of the products of SAIAGRICOLA.

In consideration of the important size of the area, and of its reduced level of utilisation, it is the intention of the FonSAI group to increase the level of current production through the implementation of a series of initiatives aimed at the development of the current activities, in particular dairy and olive oil, and innovative projects aimed at the utilisation of agricultural products for the production of "green" energies.

The area therefore represents an almost unique opportunity in the north Roman agricultural district for both its location (only 13 km from the centre of Rome) and for its size and characteristics.

The acquisition of Cesarina, within a market characterised by high volatility in the securities market, represents an interesting and solid long-term investment opportunity.

The above operation is an operation with related parties of the FONDIARIA-SAI Group, pursuant to article 2, paragraph 1, letter h) of Consob Regulation No. 11971/98 as Sinergia, a subsidiary of Starlife S.A., participates in the shareholder agreement concerning the shares of PREMAFIN FINANZIARIA HOLDING DI PARTECIPAZIONI S.P.A., the parent company of FONDIARIA-SAI as per article 93 of Legislative Decree 58/98.

It is also reported that Directors with interests pursuant to article 2391 of the civil code, in the meetings of the Board of Directors of MILANO ASSICURAZIONI and of the parent company FONDIARIA-SAI (which approved the operation), provided the declarations required in accordance with applicable regulations and in accordance with the "Principles of Conduct for significant operations and with related parties" approved by the Board of Directors of both companies. The Board of Directors of the two companies were also advised by independent experts, among which, two real estate experts to support the valuations of the land and buildings of Cesarina and by KPMG Advisory S.p.A. to support the valuation of the company Cesarina. Finally, it is reported that the operation is not subject to the provisions of article 71bis of Consob Regulation No. 11971/98 as for subject, amount, method or timing they do not have an effect on the value of the company assets and on the completeness and correctness of the information, including of an accounting nature, relating to MILANO ASSICURAZIONI.

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