



Unipol Gruppo Finanziario S.p.A.

Registered Office in Bologna, Via Stalingrado 45 – Fully Paid-in Share Capital = 3,365,292,408.03
Tax Identification No. and Bologna Registry of Companies No. 00284160371
Parent Company of the Unipol Insurance Group enrolled in the Registered of insurance groups under no. 046
Parent Company of the Unipol Insurance Group

EXTRACT OF THE NOTICE OF ANNUAL GENERAL MEETING
(pursuant to Article 125-bis, paragraph 1, Legislative Decree no. 58/1998)

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of Unipol Gruppo Finanziario S.p.A. will be held, on single call, at the Congress Center Villa Cicogna, Via Palazzetti 1N, San Lazzaro (Bologna), on 18 June 2015, at 10:30 am to discuss the following

AGENDA

1. Financial Statements for the year ended 31 December 2014; Report on Operations of the Board of Directors; Report of the Company's Statutory Auditors and Report of the Independent Auditors. Resolutions related thereto and resulting therefrom.
2. Composition of the Board of Directors pursuant to Article 2386 of the Italian Civil Code. Resolutions related thereto and resulting therefrom.
3. Remuneration report prepared pursuant to Article 123-ter of the Consolidated Law on Finance. Resolutions related thereto and resulting therefrom.
4. Purchase and disposal of treasury shares and shares of the parent company. Resolutions related thereto and resulting therefrom.

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Attendance and Representation at the General Meeting

The entitlement of the holders of common shares to attend the General Meeting and exercise voting rights should be certified by a communication of an authorized intermediary to the Company, in accordance with its accounting records, for the benefit of the person entitled to voting rights.

The communication will be made by the intermediary on the basis of the evidence at the record date (9 June 2015), corresponding to the seventh trading day prior to the date of the General Meeting.

Each person entitled thereto may be represented at the General Meeting by proxy to be granted pursuant to provisions of law. The Company has appointed Computershare S.p.A. as a representative to which a proxy can be given with voting instructions by means of specific forms provided for the purpose.

The forms to be used to give the proxy will be available on the Company's website (www.unipol.it Section *Corporate Governance / Shareholders' Meetings / June 2015 Meeting*) and will be sent to those who so request by calling phone # 800077331 or # 011 0923200.

Documentation and Further Information

The full notice of General Meeting, available on the Company's website (www.unipol.it Section *Corporate Governance / Shareholders' Meetings / June 2015 Meeting*), contains all the information and detailed instructions on the rights that may be exercised by the Shareholders, with regard to the right to ask questions and possible additions to the agenda.

The reports and proposals on the topics on the agenda will be available to the public at the Company's registered office and published on the above website, as well as on the authorized NIS-Storage site (www.emarketstorage.com), within the respective period and according to the provisions of law, and will be transmitted to those who so request.

In particular:

- as from the date hereof, the reports of the Board of Directors and the proposed resolutions on the matters referred to in subparagraphs 1, 2 and 4 on the agenda;
- by 28 May 2015, the report of the Board of Directors and the proposed resolution on the matter referred to in subparagraph 3 on the agenda, including the Report pursuant to Article 123-ter of the Italian Consolidated Law on Finance.

Moreover, the financial documentation of subsidiaries and associated companies will be made available at the Company's registered office by 3 June 2015.

Bologna, 8 May 2015

Pierluigi Stefanini
Chairman of the Board of Directors