

COMMUNICATION ON CHANGES IN SHARE CAPITAL

Under Article 98, para 1), let. a), of the Regulation adopted by CONSOB in its ruling 11971 of 14 May 1999 and subsequent amendments and Article 2.6.2., para 1), let. b), of the Regulation governing markets organised and managed by Borsa Italiana S.p.A.,

the following is hereby announced:

the new composition of the share capital, fully subscribed and paid up, which is the result of the fully subscribed increase in share capital resolved by the Shareholders' Meeting of Unipol Gruppo Finanziario S.p.A. on 29 April 2010, for which the option period ran from 21 June to 9 July 2010.

The declaration regarding the increase in share capital was deposited at the Bologna Companies' Register, under Article 2444, para 1 of the Italian Civil Code on 29 July 2010.

The current breakdown of share capital is set out below with reference to previous share capital.

	<i>Current share capital</i>			<i>Previous share capital</i>		
	<i>Euro</i>	<i>No. shares</i>	<i>Unitary nom. val.</i>	<i>Euro</i>	<i>No. shares</i>	<i>Unitary nom. val.</i>
Total of which:	2,698,895,169.10	3,416,322,997	Pref. shares at nom. value	2,391,426,100.00	2,391,426,100	Pref. shares at nom. value
Ordinary shares (cum coupon): current coupon number 29	1,670,156,815.50	2,114,122,551	Pref. shares at nom. value	1,479,885,786	1,479,885,786	Pref. shares at nom. value
Preference shares (cum coupon): current coupon number: 35	1,028,738,353.60	1,302,200,446	Pref. shares at nom. value	911,540,314	911,540,314	Pref. shares at nom. value

	<i>No. securities exercised</i>	<i>No. securities outstanding</i>
Unipol 2010 – 2013 Ordinary Share Warrants		634,236,765
Unipol 2010 – 2013 Preference Share Warrants		390,660,132

Bologna, 29 July 2010

Unipol Gruppo Finanziario S.p.A.
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