



**GRUPPO UNIPOL**

**PRESENTATION**  
**May2004**

# THE UNIPOL GROUP

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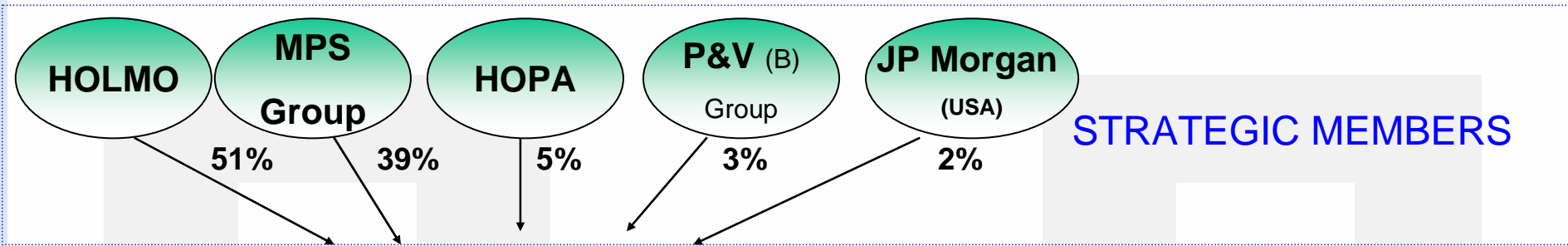
**INSURANCE BUSINESS**

**BANKING BUSINESS**

**GROUP RESULTS AND TARGETS**

- 2004 budget
- plan up to 2006

# OWNERSHIP



**FINSOE**  
FINANZIARIA DELL'ECONOMIA SOCIALE

*Core Shareholder*

50.2% of the **ordinary shares**  
32% of the **total capital**  
*(stable shareholding)*

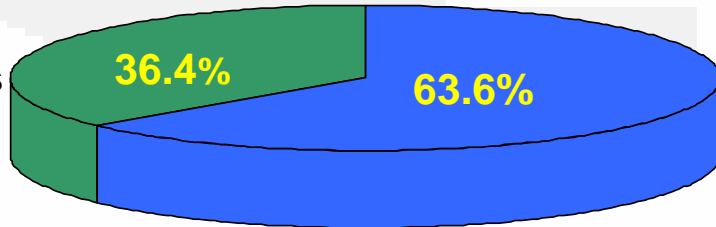
**MARKET**

49.8% of the **ordinary shares**  
100 % of the **preference shares**  
*68 % of the total capital*



## SHARE CAPITAL as at 16/4/04

333,943,334  
preference shares



577,637,399  
ordinary shares

**911,580,733 TOTAL NUMBER OF UNIPOL SHARES**

# THE UNIPOL GROUP AS AT 31/12/2003

## UNIPOL

ASSICURAZIONI

(Operating Company and Parent Company)

### INSURANCE SECTOR

Company	Business activity	Premiums in €m
	TRADITIONAL NON-LIFE + LIFE of which UNIPOL BANCA	2,399 126
	TRADITIONAL NON-LIFE + LIFE	1,238
	TRADITIONAL NON-LIFE + LIFE	540**
	TELEPHONE AND INTERNET SALES MV. BUSINESS	130
	HEALTH	64
	TRANSPORT AND TOURISM	126

TOT. PREMIUMS INSUR. SECTOR			
	2002	2003	var. %
Non-Life	2,290	2,813	+ 22.9%
Life	911	1,686	+ 85.0%
<b>Total €m</b>	<b>3,201</b>	<b>4,499</b>	<b>+40.5%</b>

### BANCASSURANCE SECTOR

Company	Sales network	Premiums in €m
	BAM (MPS GROUP)	887
	BNL AND BANCA BNL INVESTIMENTI	2,077

### TOT. PREMIUMS BANCASSURANCE




	2002	2003 (**)	var. %
Life	2,805	2,964	+5.7%
% of tot. premiums	46.7%	39.7%	

(\*\*) On the same basis, excluding Noricum's premium income for 2002, the rise in premium income from '02 to '03 would be **18%**.

### TOTAL PREMIUMS IN €m

	2002	2003	var. %
Non-Life	2,290	2,813	+22.9%
Life	3,717	4,650	+25.1%
<b>Total</b>	<b>6,006</b>	<b>7,463</b>	<b>+24.3%</b>

### BANKING, MANAGED SAVINGS AND MERCHANT BANKING

Company	Business activity	Funds raised in €m
	RETAIL BANK	2002: 2,228 2003: 2,628
	INVESTMENT FUNDS	2002: 6,979 2003: 11,461
	MERCHANT BANKING AND MEDIUM-TERM LOANS	2002: 999 2003: 1,174
	Assets managed €m	529
	CAP. & RES.	108

\*\* Premi Winterthur relativi al solo 4° trimestre 2003

# THE UNIPOL GROUP – BUDGET AS AT 31/12/2004

## UNIPOL

ASSICURAZIONI

(Operating Company and Parent Company)

### INSURANCE SECTOR

Company	Activity	Premiums in €m
<b>UNIPOL ASSICURAZIONI</b>	TRADITIONAL NON-LIFE + LIFE	2,500
	of which UNIPOL BANCA	180
<b>Aurora ASSICURAZIONI</b>	TRADITIONAL NON-LIFE + LIFE	3,241
<b>LINEAR ASSICURAZIONI IN LINEA</b>	TELEPHONE AND INTERNET SALES MV. BUSINESS	154
<b>UNISALUTE</b>	HEALTH	70
<b>NAVALE ASSICURAZIONI SpA</b>	TRANSPORT AND TOURISM	128

TOTAL PREMIUMS INSUR. SECTOR			
	2003	2004	var. %
Non-Life	2,813	3,996	+ 42.0%
Life	1,686	2,097	+ 24.4%
<b>Total €m</b>	<b>4,499</b>	<b>6,093</b>	<b>+35.4%</b>

### BANCASSURANCE SECTOR

Company	Sales network	Premiums in €m
<b>Quadrioglio vita</b>	BAM (MPS GROUP)	913
<b>BNL Vita</b>	BNL	2,090

### TOT. PREMIUM BANCASSURANCE

	2003	2004	var. %
Life	2,965	3,002	+1.3%
% of tot. premiums	39.7%	33.0%	

### TOTAL PREMIUMS IN €m

	2003	2004	var. %
Non-Life	2,813	3,996	+ 42.0%
Life	4,650	5,099	+ 9.7%
<b>Total</b>	<b>7,463</b>	<b>9,095</b>	<b>+ 21.9%</b>

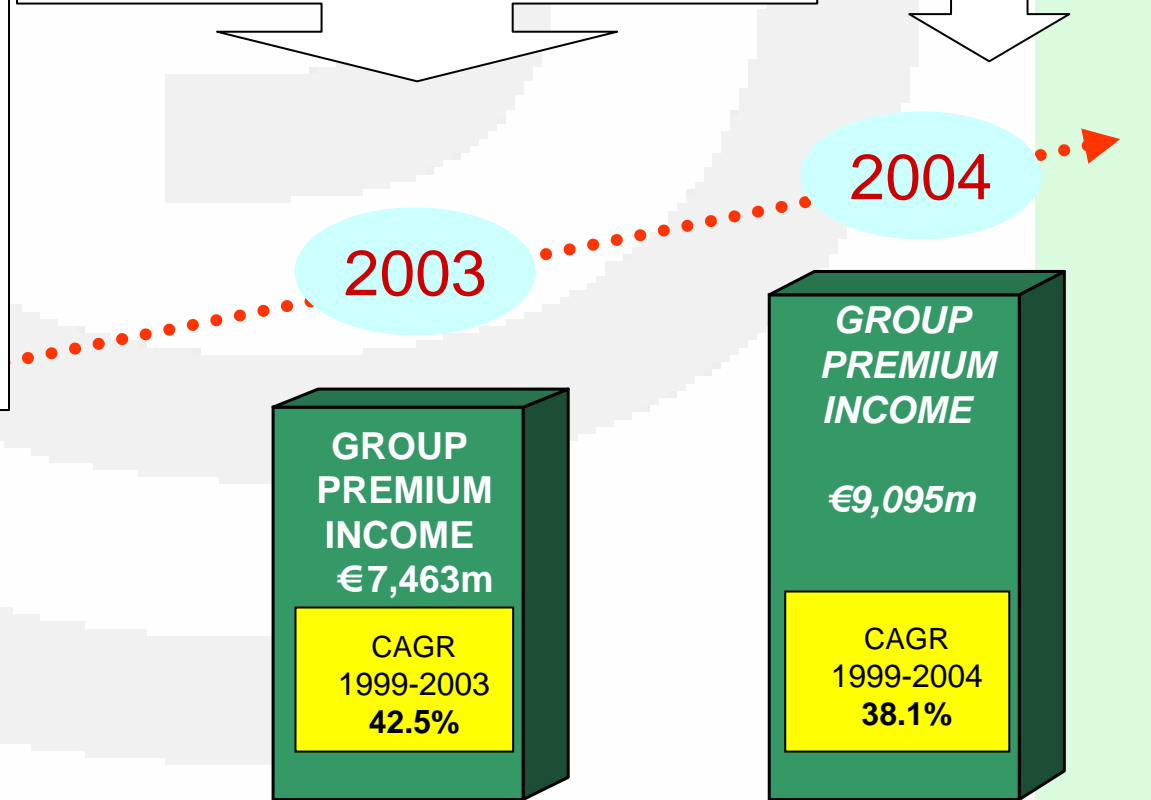
### BANKING, MANAGED SAVINGS AND MERCHANT BANKING

Company	Business activity	Funds raised in €m
<b>UNIPOL BANCA</b>	RETAIL BANK	2003 2004 CUSTOMER DEPOSITS 2,628 3,300 CUSTOMER FUNDS 11,461 15,800 of which MANAGED SAVINGS 1,174 1,600
	INVESTMENT FUNDS	Assets managed €m 750
<b>UNIPOL MERCHANT BANCA PER LE IMPRESE</b>	MERCHANT BANKING AND MEDIUM-TERM LOANS	CAP. & RES. 118

# STRATEGY FOR ACQUISITIONS AND GROWTH IN THE INSURANCE SECTOR FOR 2000-2004

ACQUISITIONS					
Company Acquired	share acquired	vendor	premiums €m	assets €m	price €m
<b>meie</b>	51,4 %	TELECOM	655	1,311	346
<b>PPO on meie</b>	23,1%	MARKET			75
Sub-Total			655	1,311	421
<b>AURORA ASSICURAZIONI spa</b>	100 %	GENERALI	389	687	200
Sub-Total			1,044	1,998	621
MERGER MEIE - AURORA					
<b>NAVALE ASSICURAZIONI Spa</b>	98,2%	GENERALI	83	91	48
<b>BNL Vita</b>	50 %	GENERALI	1,107	4,211	143
Total premium income:			€2,234m		
Total assets:			€6,300m		
Total invested:			€12m		

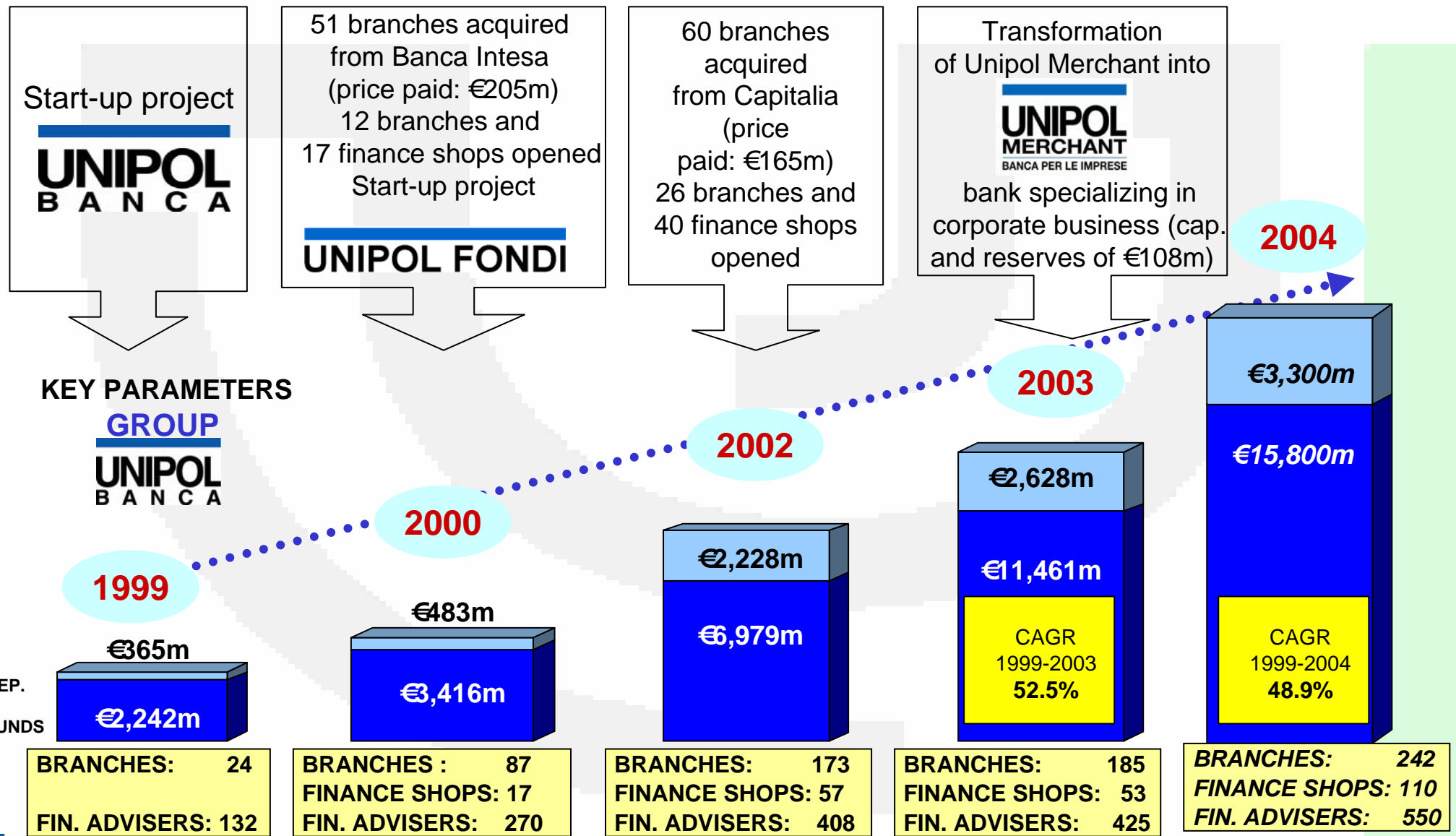
ACQUISITIONS					
Company Acquired	share acquired	vendor	premiums €m	assets €m	price €m
<b>winterthur</b>	90%	CR.SUISSE	1,931	5,971	1,319
Total invested:			€1,319m		



Highlights of the acquisitions: Total sum invested: €2,131m  
 Total premiums written: €4,165m  
 Total customers acquired: 3,200,000

**IN 5 YEARS THE GROUP HAS QUINTUPLED IN SIZE**

# STRATEGY IN BANKING AND MERCHANT BANKING 2000-2004



CUSTOMER DEPOSITS HAVE INCREASED 9-FOLD IN 5 YEARS AND CUSTOMER FUNDS 7-FOLD

# KEY FIGURES FOR THE UNIPOL GROUP 2003-2004

	2003	Budget 2004	2003	Budget 2004	
<b>DIRECT PREMIUM INCOME (€m)</b>	<b>7,463</b>	<b>9,095</b>	<b>2,628</b>	<b>3,300</b>	<b>CUSTOMER DEPOSITS (€m)</b>
VAR %	+24.3%	+21.9%	+17.9%	+25.6%	
<b>LIFE (€m)</b>	<b>4,650</b>	<b>5,099</b>	<b>11,461</b>	<b>15,800</b>	<b>CUSTOMER FUNDS (€m)</b>
VAR %	+25.1%	+9.7%	+64.2%	+37.9%	
<b>NON-LIFE (€m)</b>	<b>2,813</b>	<b>3,996</b>	<b>1,174</b>	<b>1,600</b>	<b>MANAGED FUNDS (€m)</b>
VAR %	+22.9%	+42.0%	+17.4%	+36.3%	
<b>ASSETS MANAGED (€m)</b>	<b>28,968</b>	<b>31,500</b>	<b>1,946</b>	<b>2,600</b>	<b>LOANS AND ADVANCES TO CUSTOMERS (€m)</b>
VAR %	+55.3%	+8.7%	+18.2%	+33.6%	
<b>RANKING IN ITALIAN MARKET</b>	<b>4th</b>	<b>3rd / 4th</b>	<b>31<sup>A</sup></b>	<b>n.a.</b>	<b>RANKING IN ITALIAN MARKET</b>
<b>MARKET SHARE</b>	<b>7.7%</b>	<b>&gt;9%</b>	<b>0.2%</b>	<b>0.3%</b>	<b>MARKET SHARE</b>
<b>GENERAL AGENCIES</b>	<b>1,875</b>		<b>185</b>		<b>BRANCHES</b>
<b>SUB-AGENCIES</b>	<b>2,306</b>		<b>53</b>		<b>FINANCE SHOPS</b>
<b>TOT. SALES OUTLETS</b>	<b>4,181</b>		<b>238</b>		<b>TOT. SALES OUTLETS</b>
<b>No. of ON-LINE TERMINALS WITH BROADBAND</b>	<b>7,400</b>		<b>1,000</b>		<b>No. of ON-LINE TERMINALS WITH BROADBAND</b>
<b>EMPLOYEES</b>	<b>4,503</b>		<b>1,220</b>		<b>EMPLOYEES</b>
<b>CUSTOMERS</b>	<b>6,300,000</b>		<b>200,000</b>		<b>CUSTOMERS</b>



# 1<sup>st</sup> QUARTER 2004: CONSOLIDATED RESULTS

(figures in €m)	2003	1 <sup>st</sup> Quarter 2004	Δ % on 1 <sup>st</sup> Quarter '03	Δ % on 2003
<b>INSURANCE BUSINESS</b>				
<b>TOTAL PREMIUM INCOME</b>	<b>7,492</b>	<b>2,418</b>	<b>+11.8%</b>	
Life business	4,654	1,449	-7.2%	
Non-Life business	2,839	968	+61.4%	
<b>BALANCE ON THE TECHNICAL ACCOUNT</b>	<b>170.0</b>	<b>75.6</b>	<b>+57.6%</b>	
Life	33.6	43.1		
Non-Life	136.3	32.5		
<b>NON-LIFE COMBINED RATIO (aggregated direct business)</b>	<b>93.2%</b>	<b>93%</b>		
<b>NET TECHNICAL PROVISIONS</b>	<b>24,780</b>	<b>25,772</b>		<b>+4%</b>
<b>BANKING BUSINESS</b>				
<b>DIRECT CUSTOMER DEPOSITS</b>	<b>2,628</b>	<b>2,764</b>		<b>+5.2%</b>
<b>LOANS AND ADVANCES TO CUSTOMERS</b>	<b>1,946</b>	<b>1,940</b>		<b>-0.3%</b>
<b>CUSTOMER FUNDS</b>	<b>11,461</b>	<b>12,386</b>		<b>+8.1%</b>
of which <b>MANAGED SAVINGS</b>	<b>1,174</b>	<b>1,230</b>		<b>+4.8%</b>
<b>GROSS OPERATING INCOME</b>	<b>151</b>	<b>40</b>	<b>+30%</b>	
<b>GROUP FIGURES</b>				
<b>INVESTMENTS AND LIQUID ASSETS</b>	<b>26,385</b>	<b>27,795</b>		<b>+5.3%</b>
<b>CONSOLIDATED NET PROFIT</b>	<b>177.4</b>	<b>63.9</b>	<b>+129%</b>	

# THE UNIPOL GROUP

## INSURANCE BUSINESS

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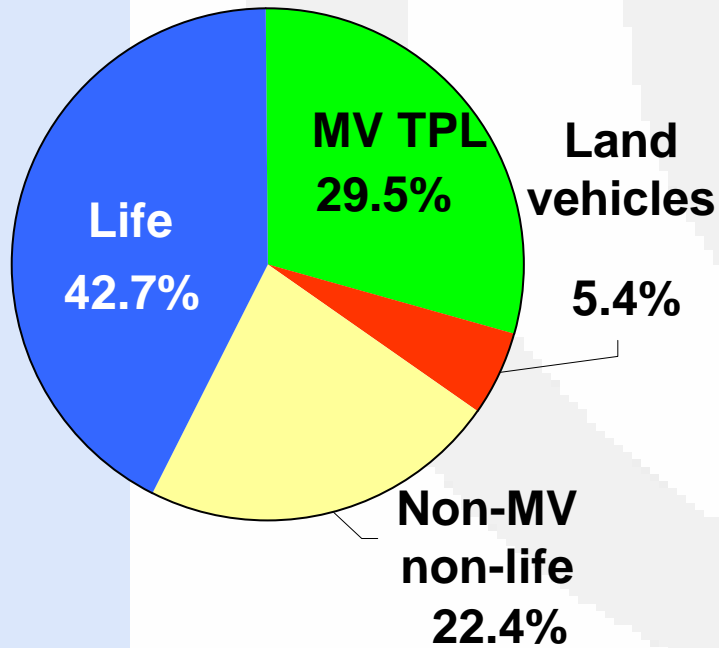
## BANKING BUSINESS

## GROUP RESULTS AND TARGETS

- 2004 budget
- plan up to 2006

# NON-LIFE AND LIFE UNIPOL GROUP 1999-2003-2004

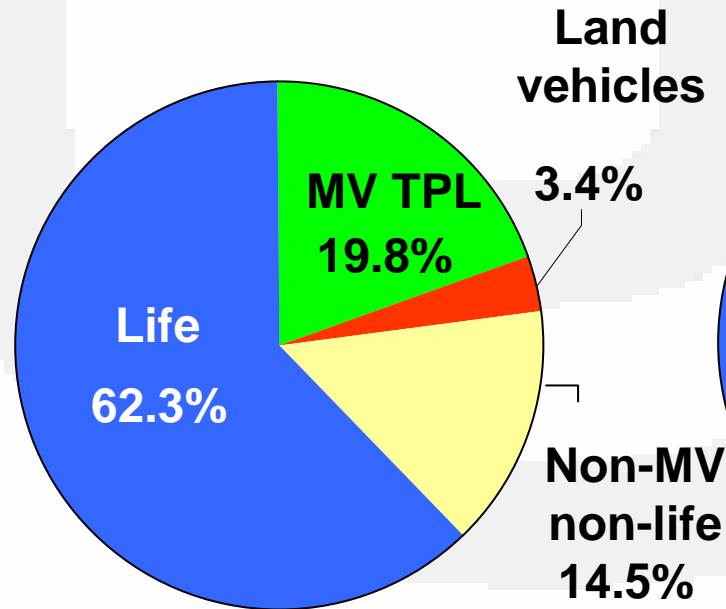
1999



**Premium income**

Non-life: 1,037  
Life: 774  
Total 1,812

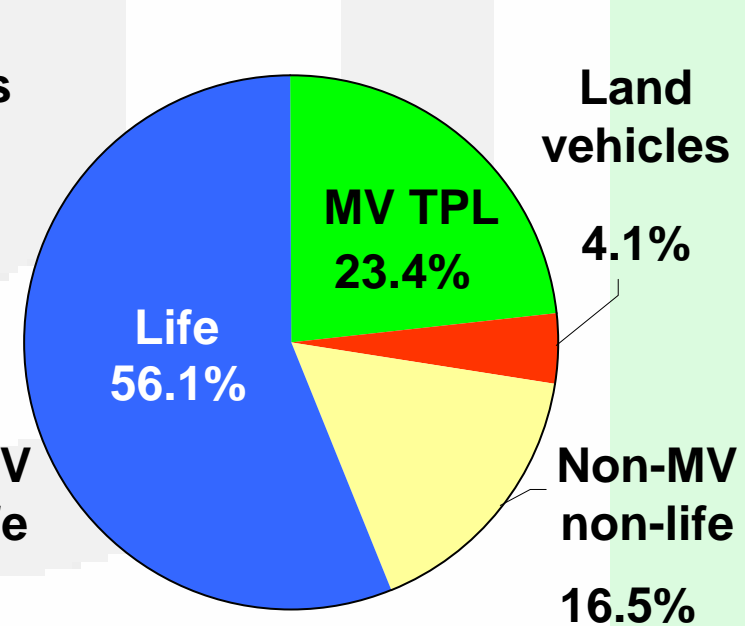
2003



**Premium income**

Non-life: 2,813  
Life: 4,651  
Total 7,463

2004



**Premium income**

Non-life: 3,996  
Life: 5,099  
Total 9,095

# RANKING AND SHARE OF ITALIAN MARKET

## COMPOSITE INSURANCE GROUPS (NON-LIFE+LIFE)

Rank			2002				2003		Budget 2004	
2002	2003	Premium income in €m	NON-LIFE	Share	LIFE	Share	TOTAL N-L + I.	Share	TOTAL N-L + I.	Share
1	1	Generali Group	5,295	16.3%	11,167	20.2%	16,461	18.8%	19,257	19.9%
2	2	Allianz Ras Group	5,078	15.7%	7,643	13.8%	12,721	14.5%	14,206 *	14.6%
3	3	Fondiaria-Sai	6,518	20.1%	2,003	3.6%	8,520	9.7%	9,243	9.5%
4	4	Unipol Group	2,290	7.1%	3,717	6.7%	6,006	6.8%	7,463 #	7.7%
6	5	Cattolica Group	1,248	3.8%	2,675	4.8%	3,923	4.5%	4,184	4.3%
TOTAL TOP 5 GROUPS			21,324	65.8%	26,795	48.5%	48,119	54.9%	54,353	56.0%
5	6	Toro Group	2,144	6.6%	2,266	4.1%	4,410	5.0%	3,422	3.5%
9	7	Zürich Group	1,072	3.3%	710	1.3%	1,782	2.0%	2,124 *	2.2%
7	8	Reale Mutua Group	1,594	4.9%	573	1.0%	2,167	2.5%	2,114	2.2%
8		Winterthur Group	1,319	4.1%	722	1.3%	2,041	2.3%		
10	9	Axa Group	1,077	3.3%	557	1.0%	1,634	1.9%	1,710 *	1.8%
TOTAL TOP 9 GROUPS									63,724	65.7%
TOTAL TOP 10 GROUPS			27,635	85.2%	32,032	57.9%	59,666	68.0%		
TOTAL MARKET			32,416	100.0%	55,298	100.0%	87,715	100.0%	96,992	100%
									> 100.000	100%

### Sources:

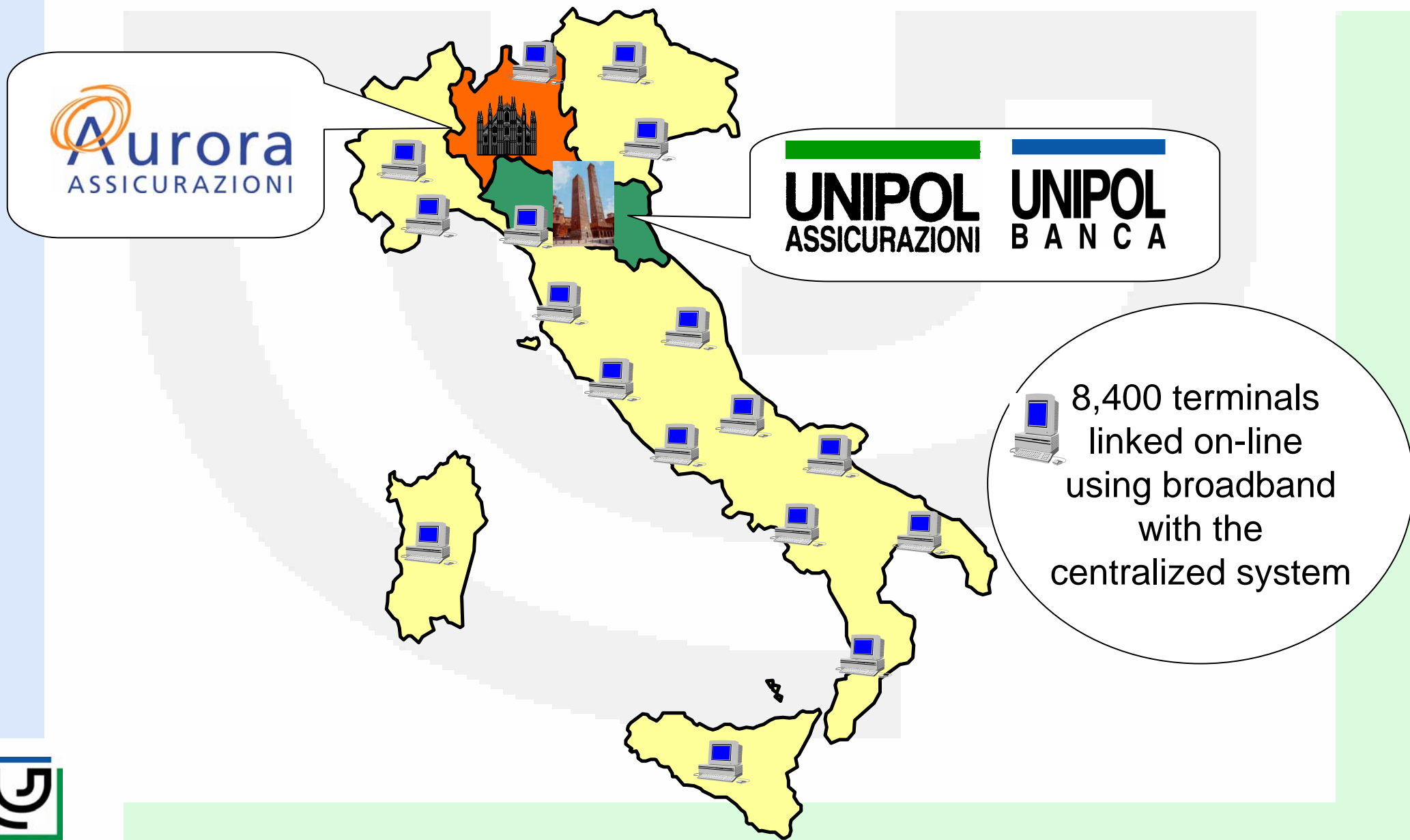
Market: ANIA and ISVAP

2003 Figures: ANIA and Press Releases

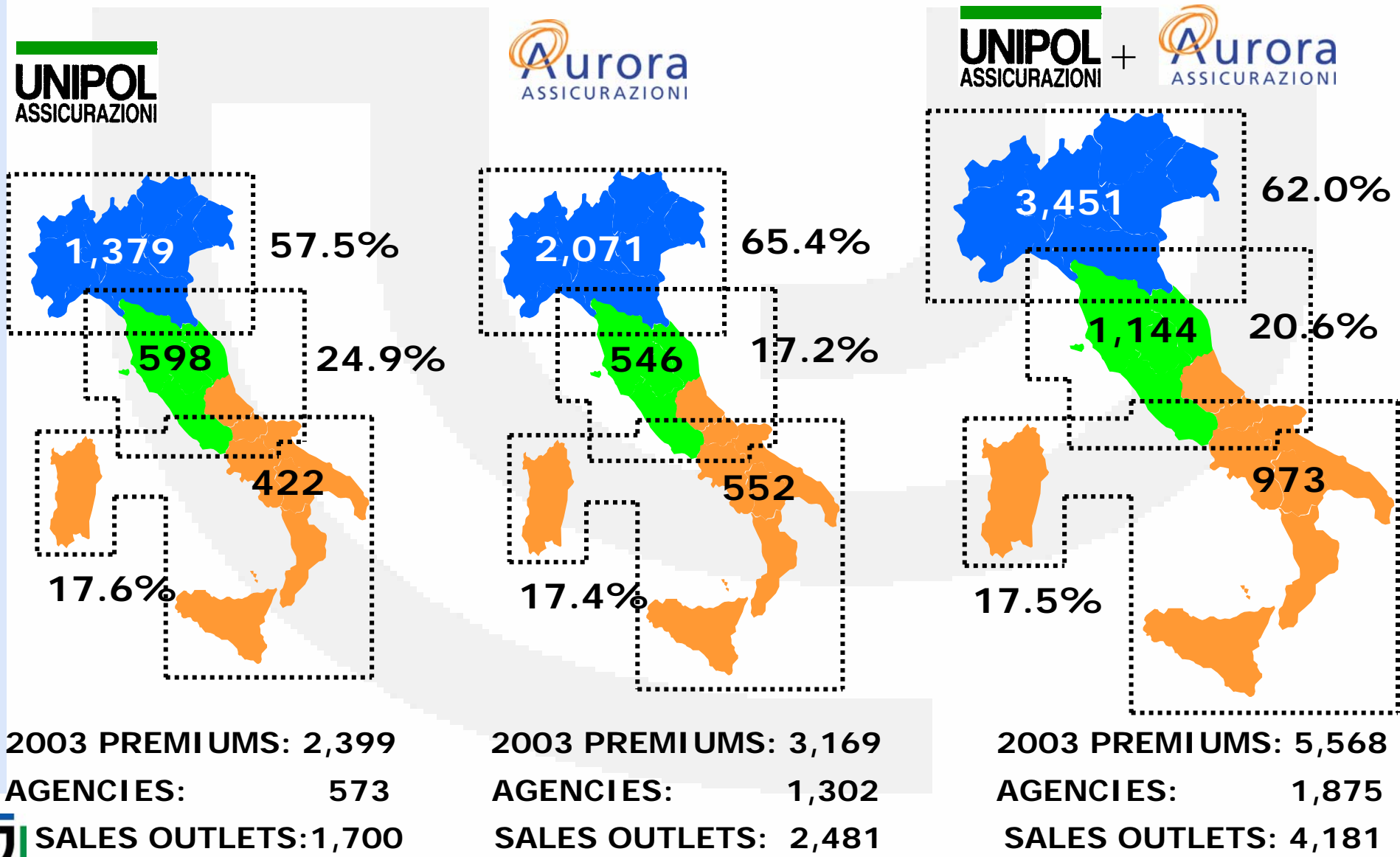
\* '03 and '04 internal forecasts

(#) consolidated pro-forma premiums (including premiums written by the Winterthur Italia Group for the whole of 2003) of €8,853m (market share 9.1%).

# UNIPOL GROUP'S POLES: BOLOGNA-MILAN



# INSURANCE DISTRIBUTION STRUCTURE OF UNIPOL AND AURORA GEOGRAPHICAL SPREAD OF PREMIUM INCOME

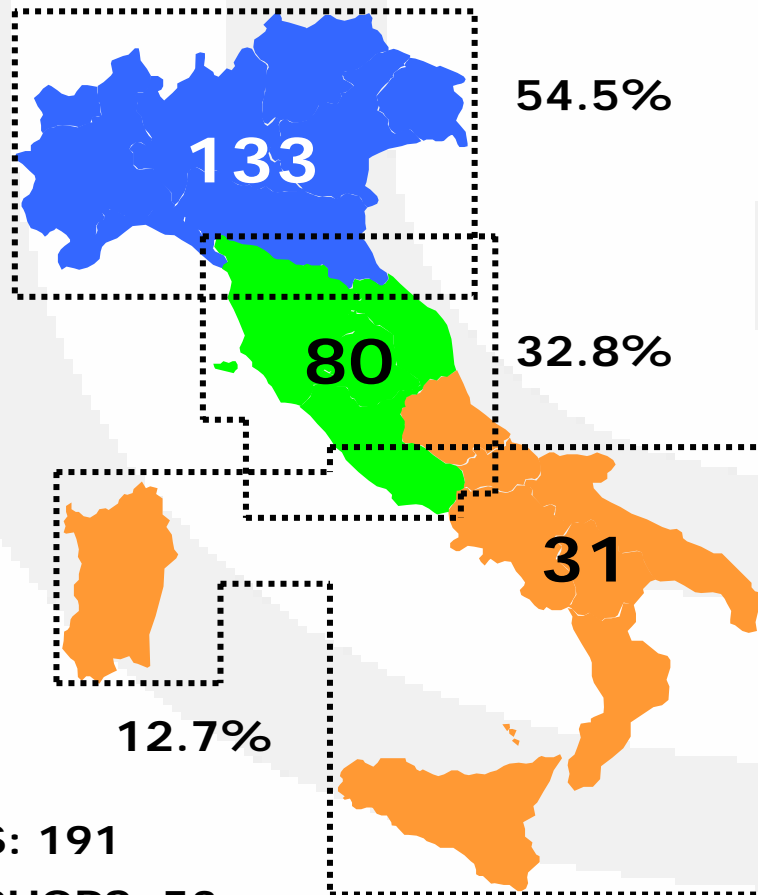


**GROUP CUSTOMERS: 6,300,000**

# THE BANKING AND BANCASSUR. DISTRIBUTION NETWORK

## BANKING NETWORK

**UNIPOL  
BANCA**



BRANCHES: 191

FINANCE SHOPS: 53

FINANCIAL ADVISERS: 425



GRUPPO UNIPOL

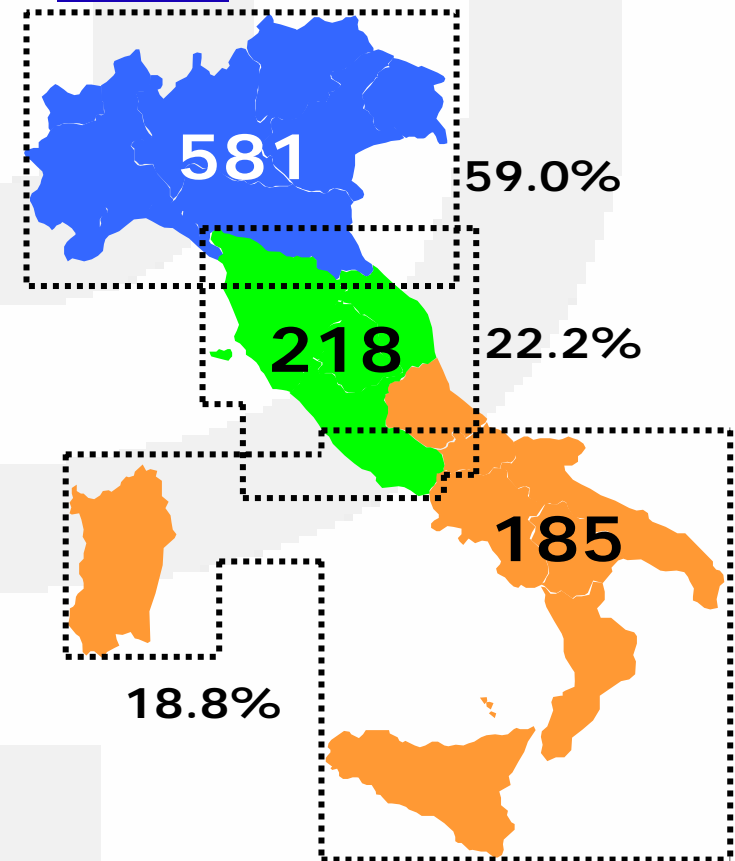
## BANCASSURANCE NETWORK



BAM  
(MPS GROUP)

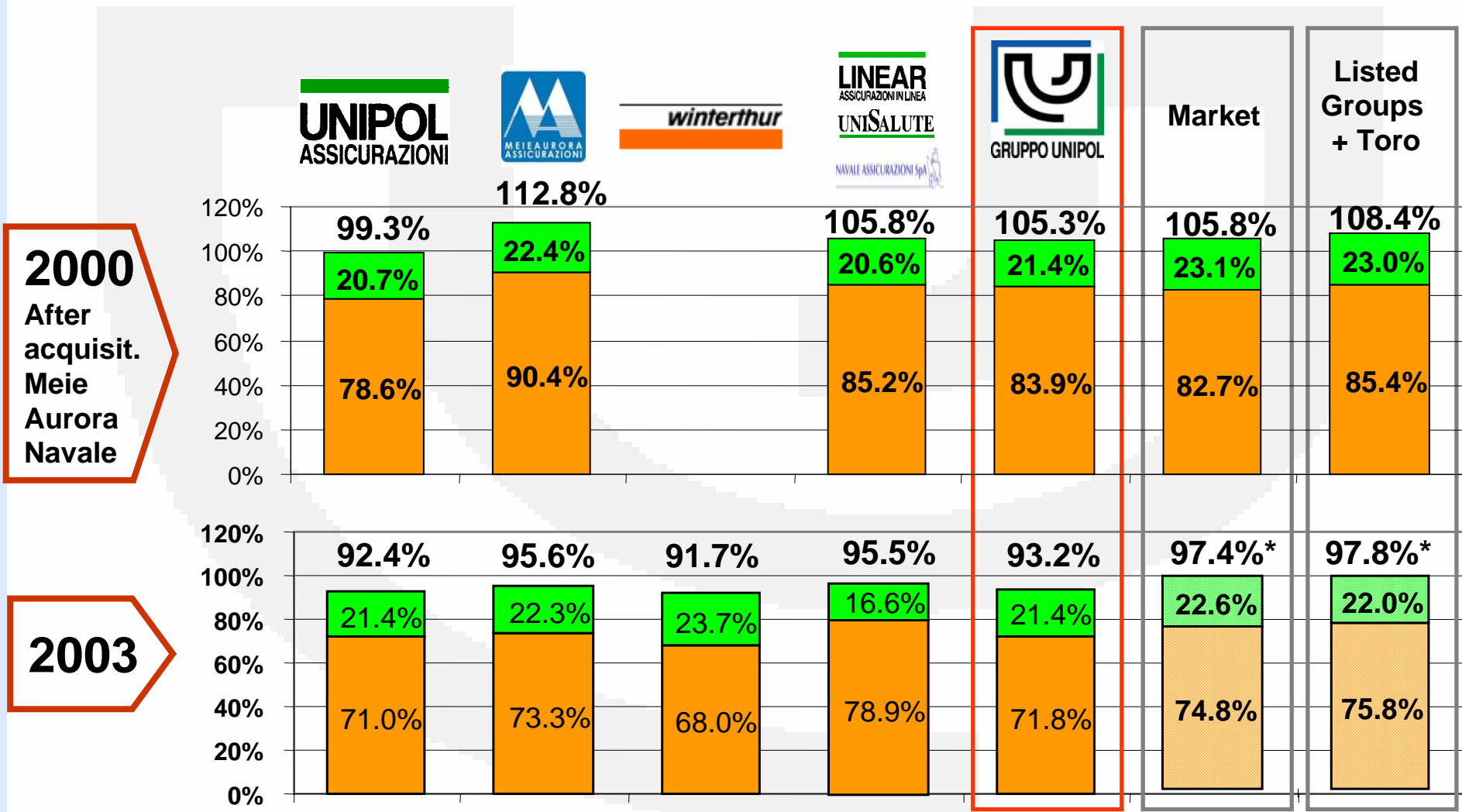


BNL  
(BNL GROUP)



BRANCHES: 984

# GROUP OPERATIONAL EFFICIENCY IN NON-LIFE BUSINESS: THE COMBINED RATIO – DIRECT BUSINESS



**2000**  
After  
acquisit.  
Meie  
Aurora  
Navale

**2003**

Operat. expenses/prem. income

Claims/premium income

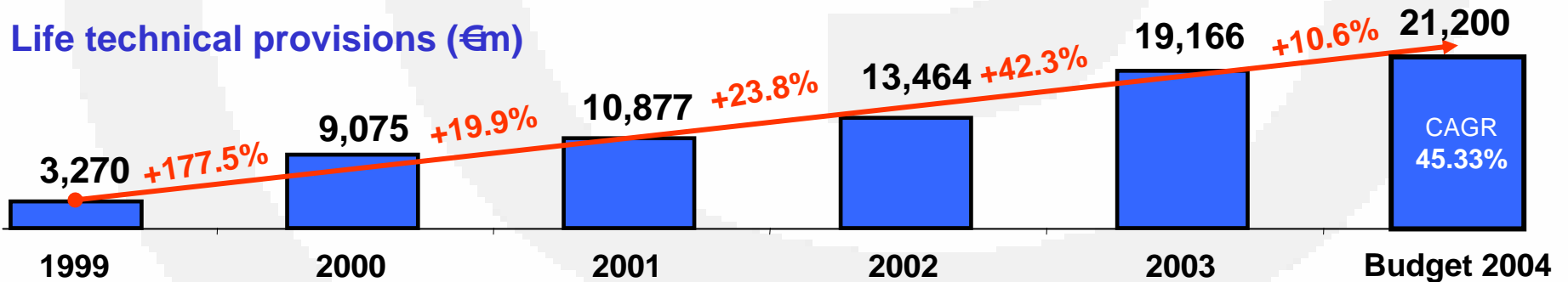
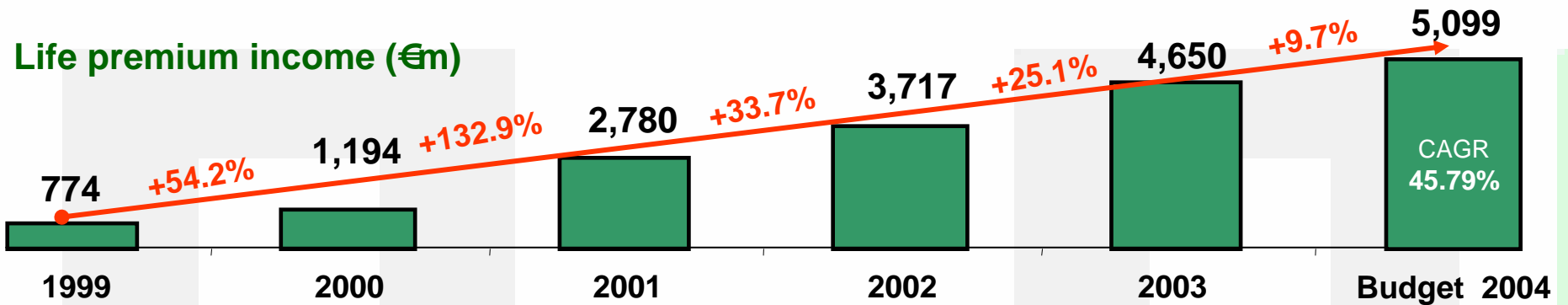
\* market and competitor data for 2002

The Group combined ratio has fallen by 12 points in 3 years





# GROUP LIFE PREMIUM INCOME



	1999	2000	2001	2002	2003	2004
Position in the 'total life' market		11	4	3	3	
Total life' market share	2.2%	3.0%	6.0%	6.7%	7.5%	7.6%

Source: Internal calculations based on details of premium income provided by ISVAP and ANIA

**New Business 2003** €4,200m

**New Business 2004** €4,580m  
(budget)

**Value of Life business (2002 figures)**

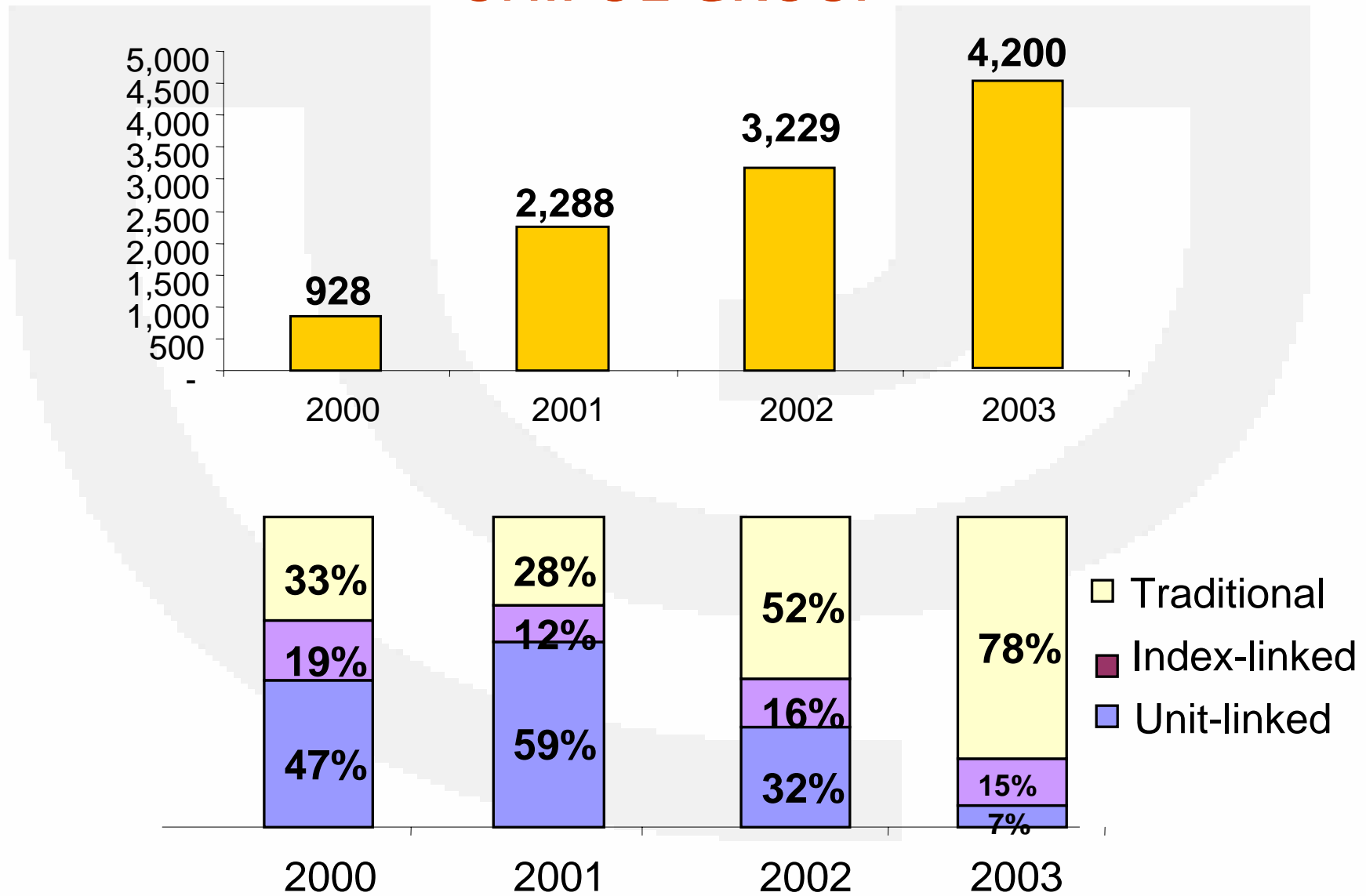
In Force Value €382m

Embedded Value €805m

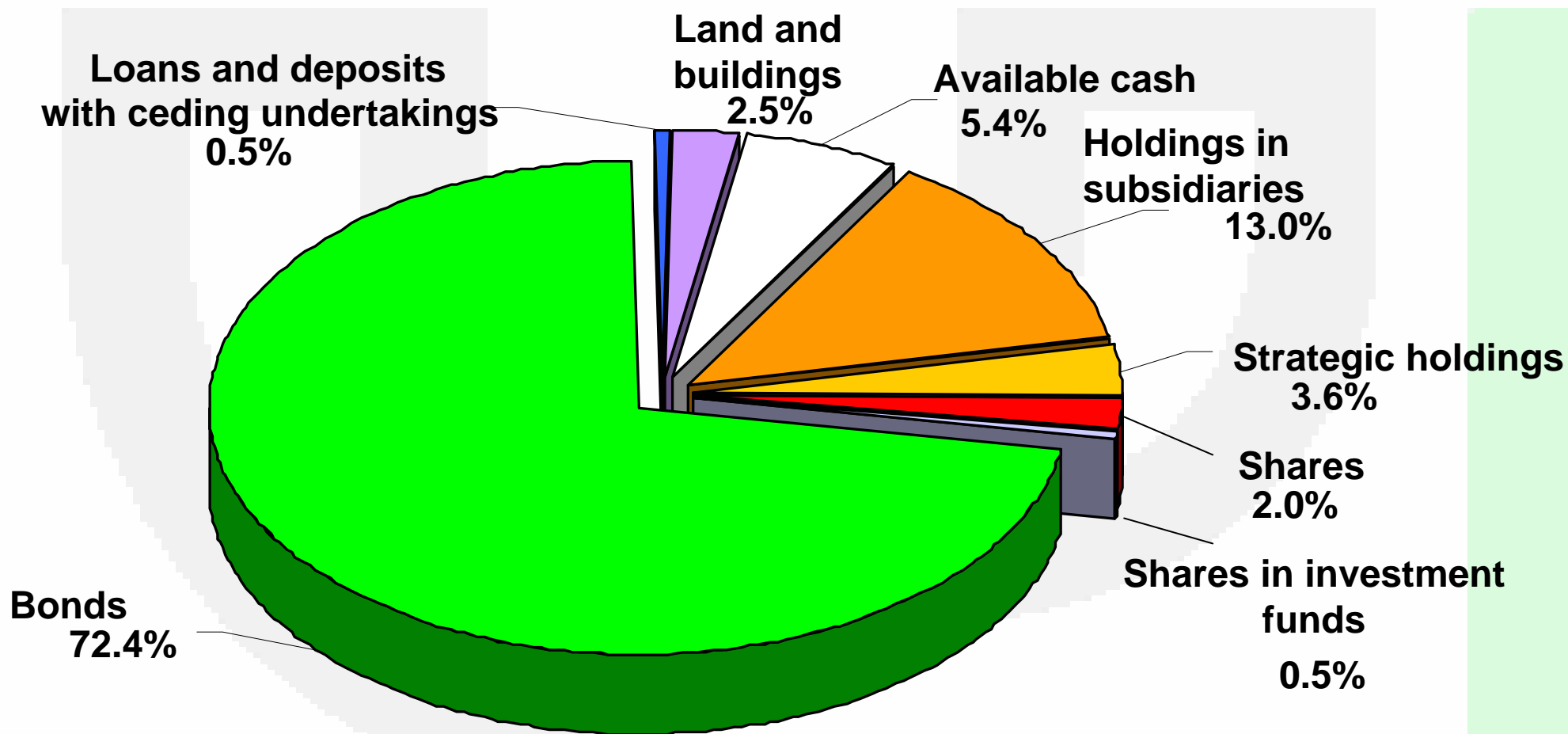
Value of New Business €60.3m

2003 figures not yet finalized

# TRENDS IN NEW LIFE BUSINESS UNIPOL GROUP



# AGGREGATE – GROUP INVESTMENTS (2003)



<b>GROUP INVESTMENTS</b>	<b>€23.3bn</b>
<b>INVEST. ON BEHALF OF POLICY HOLDERS</b>	<b>€5.6bn</b>
<b>TOTAL INVESTMENTS</b>	<b>€28.8bn</b>

# GROUP REORGANIZATION AND CORPORATE RATIONALIZATION

## ACTIONS

Cost savings

Investment synergies

Increased specialization  
(and knowledge-sharing)

Customer synergies  
(cross-selling)

## TARGET

Improvement in Group profitability  
(ROE 11.5% by 2006)

# GROUP REORGANIZATION: FUNCTIONS CARRIED OUT BY UNIPOL SPA AS PARENT COMPANY

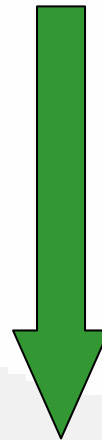
**UNIPOL**  
ASSICURAZIONI

## **CENTRALIZED GROUP FUNCTIONS:**

- *IT systems*
- *Claims handling*
- *Finance*
- *Management of land & buildings*
- *Procurement*
- *Control of Life products*

## **GROUP COORDINATION FUNCTIONS:**

- *Sales network planning*
- *Human resources policy*
- *Administration and accounts*
- *Budget and management control*
- *Internal audit*



# CORPORATE RATIONALIZATION: THE MEIE – AURORA MERGER

## MEIE + AURORA IN 2000

### PREMIUM INCOME:

€1,044m

(649 Meie + 345 Aurora)

### LIFE AS % OF TOTAL:

23.4%

### COMBINED RATIO:

112.8%

### TECH. ACCOUNT

NON-LIFE+LIFE:- €18.4m

### NET PROFIT:

- €13.1m

## STRATEGY 2000- 2003

- Corporate reorganization (merger between Meie Group and Aurora)
- IT migration to Unipol system
- Centralization of Finance, Property Management and Procurement functions into Unipol
- Streamlining the portfolio and rationalization of the sales network (reduced from 718 agencies in 2000 to 502 at the end of 2003)
- Centralization of claims handling at GROUP level

## MEIEAURORA IN 2003

### PREMIUM INCOME:

€1,238m

### LIFE AS % OF TOTAL:

34.3%

### COMBINED RATIO:

95.6%

### TECH. ACCOUNT

NON-LIFE+LIFE: €43.5m

(+67% compared with 2002)

NET PROFIT: €38.3m

(+26.9% compared with 2002)

# CORPORATE RATIONALIZATION: THE MEIEAURORA- WINTERTHUR MERGER

AURORA is born: the focus of UNIPOL GROUP's insurance business in Milan

## PREMIUM INCOME

€m	MEIEAURORA		WINTERTHUR GROUP		AURORA	
	PREMIUM INCOME	COMP %	PREMIUM INCOME	COMP %	PREMIUM INCOME	COMP %
<b>NON-LIFE</b>	<b>813</b>	<b>65.7%</b>	<b>1,335</b>	<b>69.1%</b>	<b>2,148</b>	<b>67.8%</b>
<b>LIFE</b>	<b>425</b>	<b>34.3%</b>	<b>596</b>	<b>30.9%</b>	<b>1,021</b>	<b>32.2%</b>
<i>FINANCIAL ADVISERS</i>	-	0.0%	217	11.2%	217	6.8%
<i>AGENCIES</i>	425	34.3%	379	19.6%	804	25.4%
<b>TOTAL NL+L</b>	<b>1,238</b>	<b>100.0%</b>	<b>1,931</b>	<b>100.0%</b>	<b>3,169</b>	<b>100.0%</b>

<b>ESTIMATED MARKET SHARE 2003</b>	~ 1.3%	~ 2.0%	~ 3.3%
<b>N° OF CLIENTS</b>	1,200,000	1,800,000	3,000,000
<b>N° OF AGENCIES</b>	502	800	1,302
- ( Premium income per agency in €m)	2.5	2.4	2.4
<b>N° OF EMPLOYEES</b>	841	1,523	2,364
	1.5	1.3	1.3

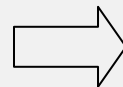
**N.B: The technical procedures for the merger will enable a significant amount of funds invested to be recouped, estimated at ~ €100m**

# THE MEIEAURORA- WINTERTHUR ITALIA MERGER: OBJECTIVES FOR 2004-2006

## Actions:

- Integration of sales networks
- Extension of Parent Company IT systems
- Centralization of:
  - claims handling
  - asset management
  - procurement activities

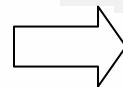
**Goal by 2006:** to obtain



**COST SYNERGIES OF: €100m**

- Cross selling in order to develop insurance products for every individual client
- Cross selling Aurora / Unipol Banca

**Goal by 2006:** to obtain



**REVENUE SYNERGIES OF: €40m**



# UNIPOL ASSICURAZIONI AND AURORA: COMPARISON OF MANAGEMENT INDICATORS

€m	2003		
	UNIPOL	AURORA (PROFORMA)	diff. compared with Unipol
<b>PREMIUM INCOME</b>	2,399.3	3,167.6	
<b>COMMISSIONS</b> <i>% of premium income</i>	235.1 9.8%	352.0 11.1%	1.3%
<b>OTHER ACQUISITION EXPENSES + OTHER ADMINISTRATIVE EXPENSES</b> <i>% of premium income</i>	96.3 4.0%	193.5 6.1%	2.1%
<b>TOTAL OPERATING COSTS</b> <i>% of premium income</i>	331.3 13.8%	545.5 17.2%	3.4%

**OBJECTIVE 2006:** TO STANDARDIZE THE LEVELS OF EFFICIENCY  
OF UNIPOL ASSICURAZIONI AND AURORA

**THE UNIPOL GROUP**

**INSURANCE BUSINESS**

**BANKING BUSINESS**

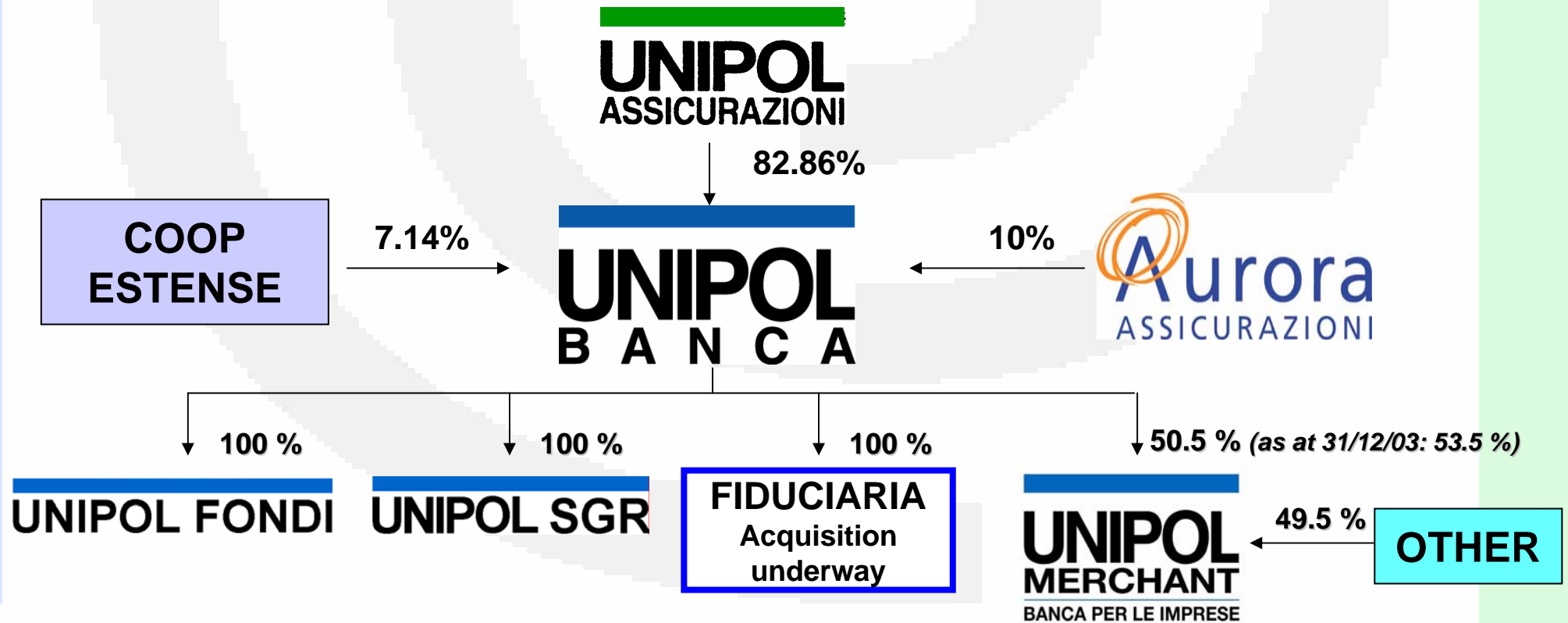
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**GROUP RESULTS AND TARGETS**

- budget 2004
- plan up to 2006

# THE UNIPOL BANCA BANKING GROUP

- Part of the Unipol Group since 1999
- Operating in all aspects of banking, asset management, medium-term loans and merchant banking
- Has developed into an extremely innovative type of bank



# UNIPOL BANCA: KEY FIGURES

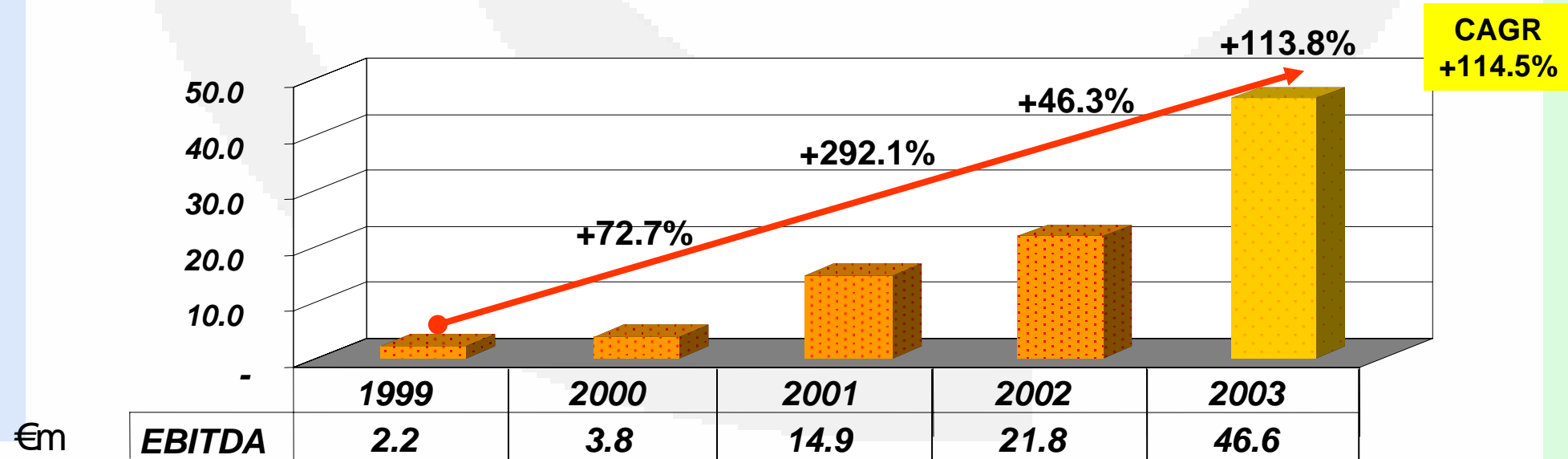
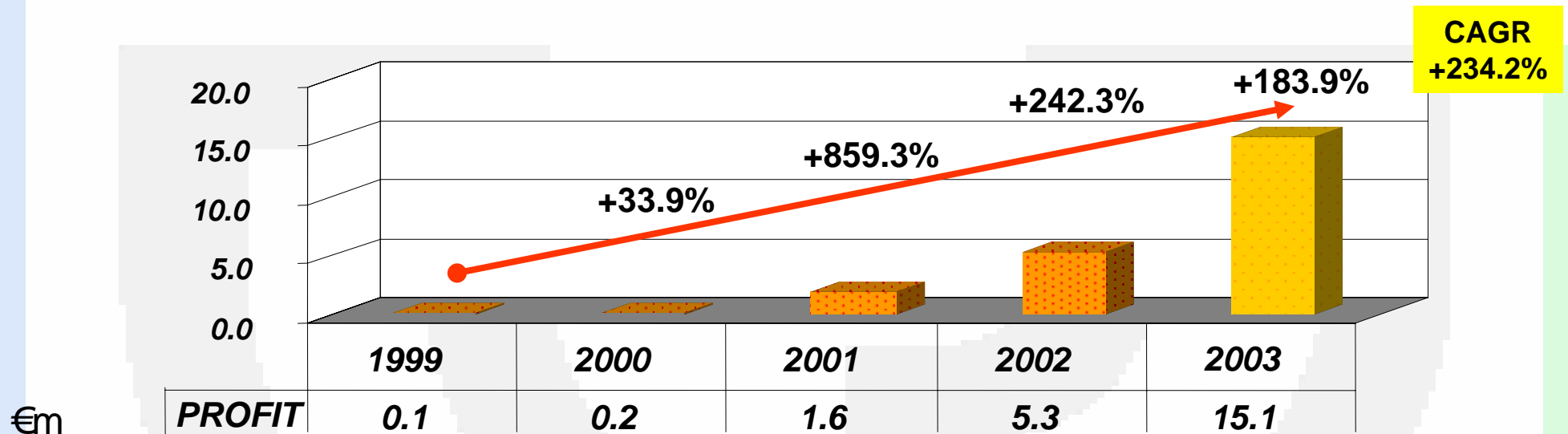
	2002	2003	Budget 2004
<b>No. OF CUSTOMERS</b>	<b>165,000</b>	<b>200,000</b>	<b>240,000</b>
<b>No. OF BRANCHES</b>	<b>173</b>	<b>185</b>	<b>242</b>
<b>No. OF FINANCE SHOPS</b>	<b>57</b>	<b>53</b>	<b>110</b>
<b>No. OF FIN. ADVISERS</b>	<b>408</b>	<b>425</b>	<b>550</b>
<b>No. OF EMPLOYEES</b>	<b>1,136</b>	<b>1,180</b>	<b>1,429</b>
<b>Figures in €m</b>			
<b>CUSTOMER DEPOSITS</b>	<b>2,228 +98.8%</b>	<b>2,628 +17.9%</b>	<b>~3,300 +25.6%</b>
<b>LOANS AND ADVANCES TO CUSTOMERS</b>	<b>1,646 +122.7%</b>	<b>1,946 +18.2%</b>	<b>~2,600 +33.6%</b>
<b>CUSTOMER FUNDS</b>	<b>6,979 +11.2%</b>	<b>11,461 +64.2%</b>	<b>~15,800 +37.9%</b>
<b>managed</b>	<b>999 +94.7%</b>	<b>1,174 +17.4%</b>	<b>~1,600 +36.3%</b>
<b>administered</b>	<b>5,980 +3.8%</b>	<b>10,287 +72.0%</b>	<b>~14,200 +38.0%</b>

N.B.: The opening of new branches is subject to obtaining the necessary authorization of Banca d'Italia

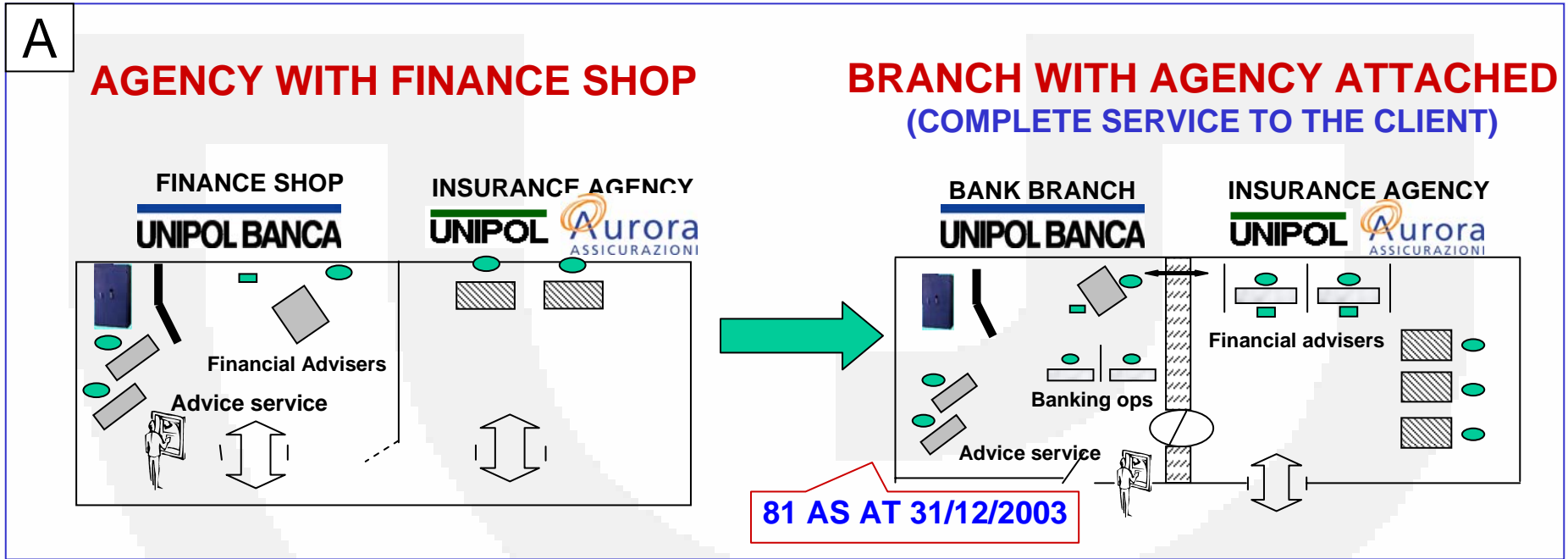
# UNIPOL BANCA: TYPES OF RECEIVABLES AND COST/INCOME

<i>Amounts in €m</i>	2002	2003	Interim figures for 2003		BUDGET 2004	
	Unipol Banca	Unipol Banca	Var.%	Market	Unipol Banca	Var.%
<b>Loans and advances to customers</b>	<b>1,647</b>	<b>1,946</b>	<b>18.2%</b>		<b>2,600</b>	<b>33.6%</b>
Gross doubtful loans	27	38		46,550		
Provisions	17	26		25,183		
Net doubtful loans	10	12		21,367		
Gross doubtful loans/Investments	1.6%	2.0%		4.9%		
Net doubtful loans/Investments	0.60%	0.61%		2.07%	unchanged	
% provisions cover	63.91%	68.91%		54.10%	unchanged	
<b>Cost/income</b>	<b>80.4%</b>	<b>72.5%</b>			<b>improving</b>	

# UNIPOL BANCA: TREND IN PROFITABILITY 1999-2003



# UNIPOL BANCA: THE DISTRIBUTION MODELS MAXIMIZING CROSS SELLING FROM INSURANCE CLIENTS



# UNIPOL MERCHANT – BANCA PER LE IMPRESE



## KEY FIGURES 2003

CAPITAL & RESERVES	€108.4m
NET PROFIT	€2.0m
No. ADVISORY ASSIGNMENTS:	58
STAFF:	40 EMPLOYEES

- The current name was adopted when authorization to carry out banking services was obtained from the Banca d'Italia in September 2003. **Unipol Merchant operates in synergy with Unipol Banca and is thus able to specialize in the corporate sector.**
- The experience and knowledge it acquired during its years of operating in the fields of consultancy, company restructuring and merchant banking now enable it to offer businesses the additional service of medium- and long-term financing. The fact that it belongs to one of the major insurance-banking groups in Italy enables it to take advantage of **client synergies, which is of particular importance if account is taken of the around 15,000 corporate customers that have taken out bond policies with the Group.**
- It operates throughout Italy through Unipol Banca's network of branches (190 branches in March 2004) and its own offices (Milan, Rome and Brescia), offering a full range of products and services to meet to the varied requirements of corporate customers.
- **Captive activity (in particular targeted towards SMEs) in a sector that up to now has not yet been sufficiently considered by competitors.**



# UNIPOL MERCHANT – BANCA PER LE IMPRESE

**UNIPOL  
MERCHANT**  
BANCA PER LE IMPRESE

## Principal operations in 2003

Co-lead manager for the initial public offer of  
Adviser and co-lead manager for the initial public offer of  
Sponsor and adviser for the initial public offer of  
Financial advisor for the acquisition, by Unipol, of  
Co-arranger in the placement of the subordinated notes of



**IGD**

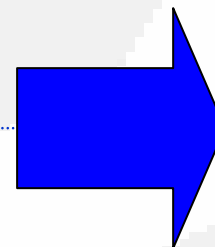


**UNIPOL  
ASSICURAZIONI**

Consultant and adviser to: **AGAC, CAMST,  
COOP ADRIATICA, UNIPOL BANCA, HOPA,  
ORION, SALERNO INTERPORTO,  
THE PORT OF LIVORNO**

## UNIPOL BANCA: PLAN TARGETS BY 2006

	2003	2006 (PLAN*)
<b>No. OF CURRENT ACCOUNTS</b>	125,000	~ 310,000
<b>No. OF BRANCHES</b>	185	<300- 400>
<b>No. OF FINANCE SHOPS</b>	53	200
<b>No. OF FINANCIAL ADVISERS</b>	425	~ 800
<b>Figures in €m</b>		
<b>CUSTOMER DEPOSITS</b>	2,628	6,000
<b>MANAGED SAVINGS</b>	1,174	3,700
<b>LOANS AND ADVANCES TO CUSTOMERS</b>	1,946	5,100
<b>GROSS OPERATING INCOME</b>	151	350



**THE UNIPOL GROUP**

**THE INSURANCE SECTOR**

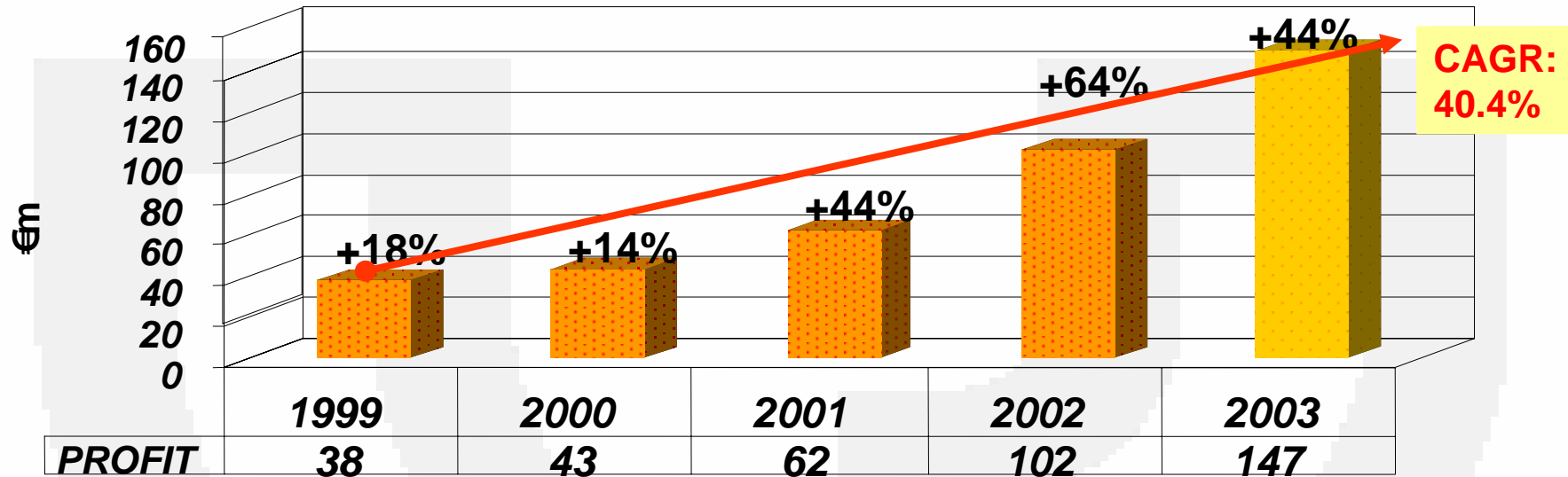
**THE BANKING SECTOR**

**GROUP RESULTS AND TARGETS**

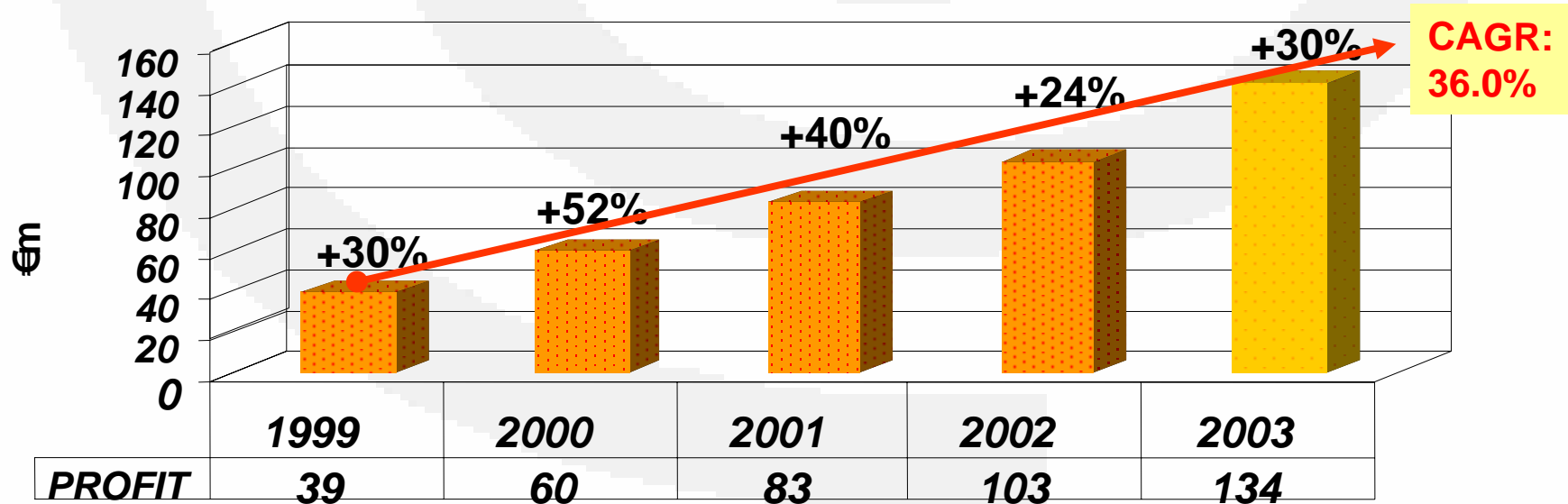
- budget 2004
- plan up to 2006

# TREND IN UNIPOL SPA AND GROUP PROFITS

UNIPOL GROUP



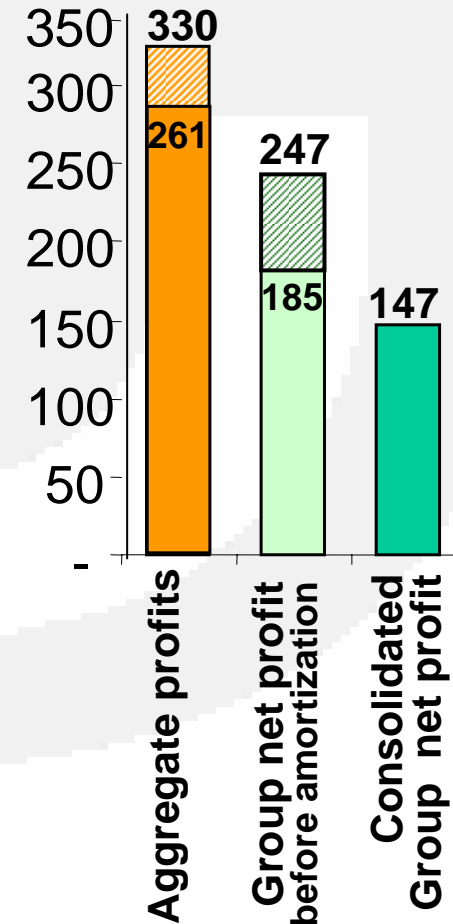
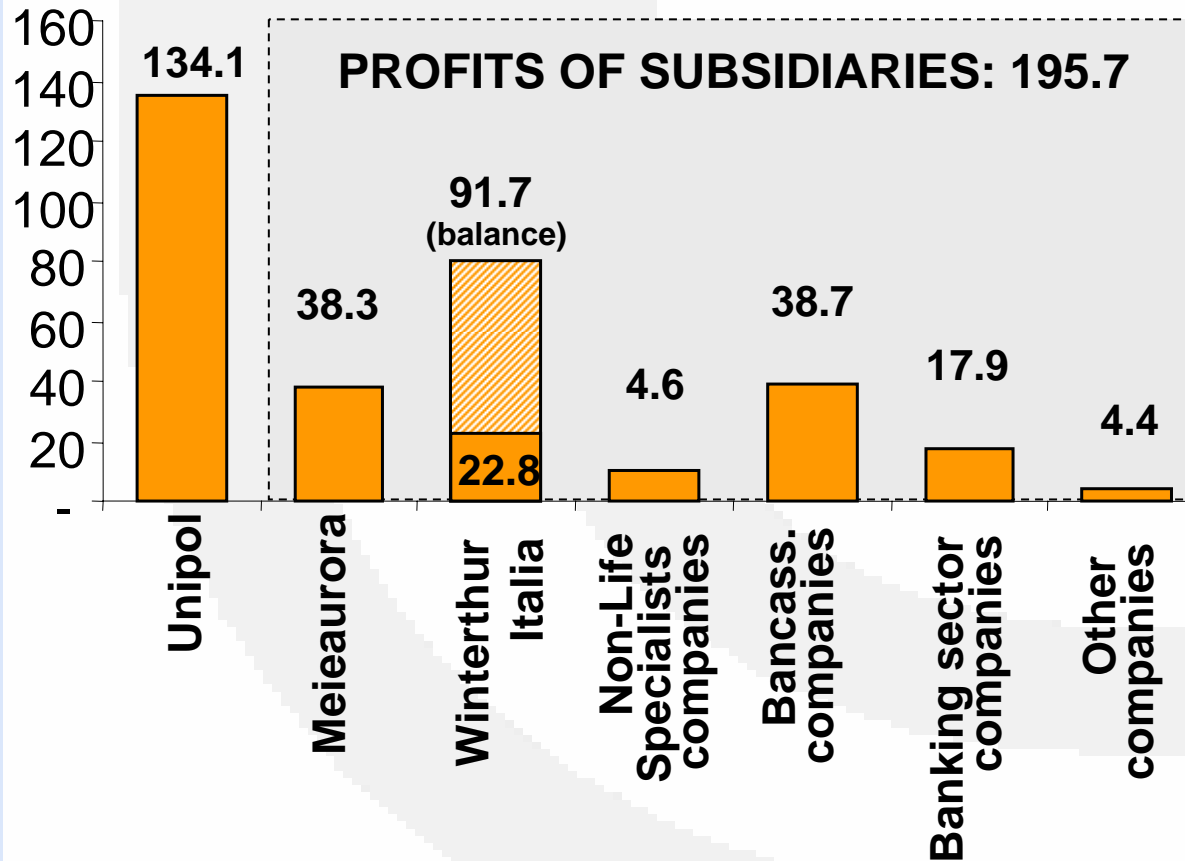
UNIPOL SPA



N.B.: Unipol SpA's profit for 2004 is expected to improve despite not benefiting from the majority (~€46.5m) of the dividends distributed by Winterthur Assicurazioni, which in accordance with accounting principles will be deducted from the acquisition price paid.

# GROUP COMPANIES PROFITS 2003

Amounts in €m



**NET WORTH: €2,494m\***

**ROE 2003: 8.4%**

\* €2,600m if account is taken of the conversion of the warrants still in circulation

Key



Pro forma figures incl. Winterthur for 12 months

Figures incl. Winterthur only in the 4<sup>th</sup> quarter

# PROFIT INDICATORS FOR THE PRINCIPAL COMPANIES IN THE GROUP

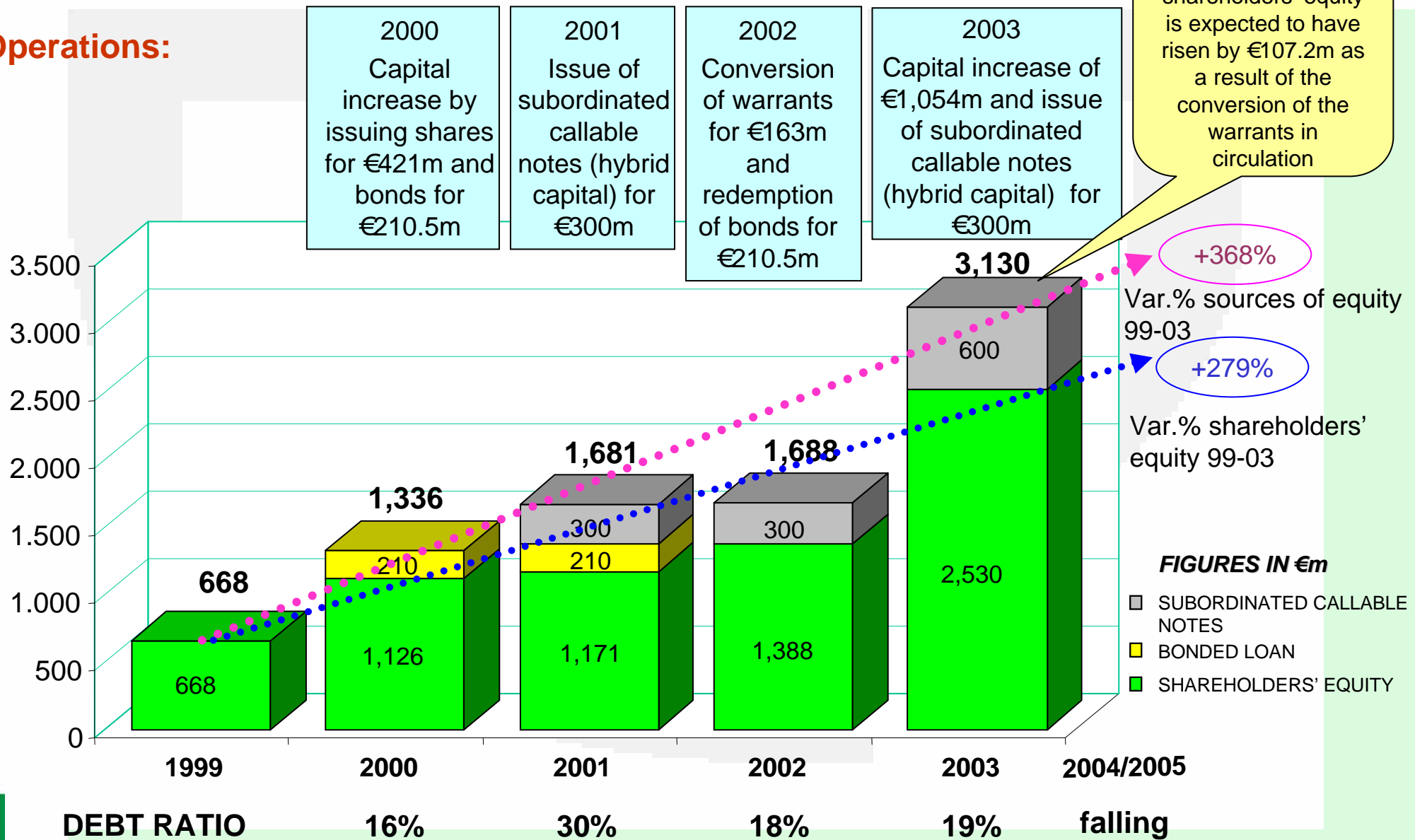
<i>Amounts in €m</i>	UNIPOL ASS. INVESTMENT AS AT 31/12	SHARE OWNED BY UNIPOL ASS.	COMPANIES' NET WORTH AS AT 31/12/2003	NET RESULT 2003	ANNUAL AVERAGE ROE	ANNUAL AVERAGE ROI FOR UNIPOL ASS. (1)
MEIEAURORA	623.2	84.6%	294.1	38.3	14.2%	5.2%
WINTERTHUR (NL+L)*	1,323.2	90.0%	645.1	94.3	17.0%	6.4%
Specialist Companies	98.5	85.8%	78.6	4.6	6.3%	2.5%
Bancassurance Companies	168.8	50.0%	242.0	38.7	20.1%	12.2%
UNIPOL BANCA	410.4	82.9%	492.0	15.1	3.8%	3.1%
<b>TOTAL OF PRINCIPAL SUBSIDIARIES WITHIN THE GROUP (excl. Unipol Ass.)</b>	<b>2,624.0</b>		<b>1,751.8</b>	<b>191.0</b>	<b>12.8%</b>	<b>5.8%</b>

•In the case of Winterthur (NL+L) the ROI has been calculated by scaling it up as if it covered the entire year.

(1) ROI = Net result per share / Investment average value of Unipol Ass.

# UNIPOL ASS.NI: TREND IN SOURCES OF FUNDS

## Operations:



# UNIPOL GROUP: PLAN TARGETS BY 2006

	2003	2004 (BUDGET)	2006 (PLAN)
<b>PREMIUM INCOME (€M)</b>	<b>7.4</b>	<b>&gt;9</b>	<b>&gt; €10</b>
% LIFE BUSINESS	62%	56%	55%
% NON-LIFE BUSINESS	38%	44%	45%
BANCASS. AS A % OF TOTAL PREMIUM INCOME	40%	33%	< 32.0%
<b>COMBINED GROUP RATIO</b>	<b>93.2%</b>	<b>93.2%</b>	<b>93%</b>
<b>GROUP ROE (excluding goodwill)</b>	<b>10.5%</b>		<b>&gt;14%</b>
<b>NET ROE</b>	<b>8.4%</b>		<b>~ 11.5%</b>



## WARNING

THIS PRESENTATION CONTAINS INFORMATION RELATING TO FORECASTS OF FIGURES, RESULTS AND EVENTS THAT REFLECT THE CURRENT OUTLOOK, BUT THESE COULD DIFFER FROM WHAT ACTUALLY HAPPENS OWING TO EVENTS, RISKS AND MARKET FACTORS THAT IT IS CURRENTLY IMPOSSIBLE EITHER TO KNOW OR TO PREDICT.