

UNIPOL GRUPPO FINANZIARIO S.P.A. – Ordinary and Extraordinary Meeting of April 28th, 2017 Proxy Form

Complete the required information, sign and send the form to the Company as per the instructions provided at the bottom of the form ¹

Mr./Ms.² born in on Tax Code
resident in (city) at (street address)
holder of shares Unipol Gruppo Finanziario

held in share account³ no. at Bank Code Branch Code
pursuant to communication no.⁴ issued by

DELEGATES

⁵
With option to be substituted by⁶

to appear and represent him/her at the ordinary and extraordinary meeting of UNIPOL GRUPPO FINANZIARIO S.p.A. to be held in San Lazzaro di Savena (Bologna) at Centro Congressi Villa Cicogna, Via Palazzetti 1N, on April 28th, 2017, at 10.30 a.m., on single call.

The undersigned,⁷

DECLARES that he/she has entitlement to the voting rights attached to the shares and executes this proxy in his/her capacity as (check appropriate box):

- legal representative - attorney with power of sub-delegation - secured creditor - stock borrower - beneficial owner - legal guardian - administrator
-
 other (specify)

Also **declares** to have read the privacy information provided below and give consent, pursuant to Article 23 of Italian Legislative Decree 196/2003, to the processing of general personal data within the limits of the purposes indicated.

DATE Identity Document⁸ (type) issued by no. SIGNATURE

Instructions

¹ The original Proxy Form must be sent to the delegate who presents it to the Company at registration or sent directly to the Company:

- to Unipol Gruppo Finanziario S.p.A. – General Secretariat - Shareholders' Department - Via Stalingrado 37, 40128 Bologna;
- by fax to +39 055 4792006;
- by e-mail to segreteria generale@pec.unipol.it;

Either the original or a copy may be sent to the Company; in the latter case the proxy must personally certify the identity of the shareholder granting the proxy and that the form is a true copy of the original.

² Indicate name/surname or company name of shareholder as stated on the communication issued to the Company by the authorized intermediary.

³ Provide number of share account, in addition to bank and branch code of authorized intermediary (or name of institution) as they appear on the account statement.

⁴ Details of communication sent by authorized intermediary and name of intermediary, if different from institution where share account is held.

⁵ Provide name and surname or company name of delegated and registered office/address of domicile.

⁶ Provide name and surname or company name of the substitute of delegated and registered office/address of domicile.

⁷ Indicate name and surname of holder of voting rights and capacity if other than owner of above shares.

⁸ Provide reference details of valid identity document of the proxy signatory.

UNIPOL GRUPPO FINANZIARIO S.P.A. – Ordinary and Extraordinary Meeting of April 28th, 2017

Proxy Form

Privacy Information for Data Subjects *(Article 13, Italian Legislative Decree No. 196/2003 – Personal Data Protection Code)*

The data controller, Unipol Gruppo Finanziario S.p.A., with registered office in Via Stalingrado 45, Bologna (Italy), will process the personal data provided by the ordinary shareholder in this form, for the purpose of appointing his/her proxy (and possibly sub-delegate) to intervene and represent the same at the Shareholders' Meeting of Unipol Gruppo Finanziario S.p.A.. The provision of this personal data is necessary for the purposes indicated herein. Failure to provide the same may make it impossible to satisfy the requests made. The data will be processed for the aforementioned purposes primarily by using automated procedures and computerized/online facilities for storing, managing and transmitting said data. The hard copy of the personal details will also be kept on file. All data processing will be carried out in complete accordance with the security measures set out in Italian Legislative Decree No. 196/2003 and the principles of necessity, pertinence and properness set forth by the regulations on personal data processing. The data provided will be retained for 36 months and will under no circumstances be communicated to third parties, except in performance of legal or regulatory obligations. Personal data may also be communicated solely to trustworthy external parties appointed tasks of a technical or organisational nature that shall process the same in the capacity of data processors. Privacy regulations (Articles 7-10 of Italian Legislative Decree No. 196/2003) guarantee Data Subjects the right to request at any time, (i) confirmation of the existence of the data itself; (ii) provision of the information referred to in the second paragraph of said legislation (the origin, purpose and reason for the processing of the data and the identities of the data controller and processor); and (iii) the update, correction, supplementation, removal or change of the data. The Data Subject may also, where applicable, object to the processing of the data in the cases and for the reasons set out in Italian Legislative Decree No. 196/2003.

In order to exercise their rights, as well as for more detailed information on the parties or categories of parties to whom data is disclosed or who become aware of the same in the capacity of data processors or persons in charge of data processing, Data Subjects may contact the Person Responsible for Responding to Enquiries at the following email address: privacy@unipol.it.