



PRESS RELEASE

General Meetings of Shareholders

2010 financial statements approved

Auditors' financial terms for 2010 and 2011 updated

Auditors for 2012 – 2020 appointed

Amendments to the By-Laws approved and new Regulations governing Shareholders' Meetings adopted

Preference shareholders' joint representative appointed

Bologna, 28 April 2011

The Ordinary and Extraordinary Meeting of Unipol Gruppo Finanziario S.p.A. Shareholders was held today under the chairmanship of Pierluigi Stefanini and:

- acknowledged the results of the consolidated financial statements which closed with a net profit of €71m;
- approved the individual financial statements for the financial year 2010, the contents of which are already known to the market, and voted to cover the €63.7m loss by drawing on the Extraordinary Reserve;
- voted to update the financial terms for the auditors, currently KPMG S.p.A., for 2010 and 2011 as a result of the changes to the number of companies in the Unipol Group. KPMG S.p.A.'s total annual fee for 2010 was updated to €140,380 whilst for the current year it will be €145,380;
- voted to appoint PriceWaterHouseCoopers S.p.A. auditors for the nine-year period 2012 – 2020 for an annual fee of €141,570;
- authorised the Board of Directors to purchase and/or sell one or more tranches of treasury shares for a maximum of €100m and/or shares in the holding company Finsoe S.p.A. for a maximum of €45m, subject to the previous authorisation being revoked, for a period of 18 months as from the date of the resolution. At today's date neither Unipol Gruppo Finanziario nor its subsidiaries hold any treasury shares nor any shares in the holding company Finsoe;
- adopted new Regulations governing Shareholders' Meetings in order to update the provisions contained in the Regulations and bring them into line with current legislation;
- approved several amendments to the By-Laws required by major new legislation and regulations applying to listed issuers, including the Shareholders' Rights Directive, covering the exercise of some shareholders' rights.

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The Special Meeting of Unipol Gruppo Finanziario Preference Shareholders, held subsequently, confirmed Professor Massimo Franzoni as joint representative of these shareholders for a period of three financial years.

Speaking after the meeting the Chief Executive Officer, **Carlo Cimbri**, commented, "The improvement in insurance business performance during the year just ended is confirmed by the initial, albeit preliminary, figures for the first quarter of 2011, which indicate that premiums are stable and claims reported have once again fallen considerably."

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