



CORPORATE GOVERNANCE - INDEPENDENCE OF DIRECTORS AND STATUTORY AUDITORS

Bologna, 14 June 2018

At its meeting today, the Board of Directors of Unipol Group S.p.A. ("Unipol") carried out its regular assessment to ensure that the non-executive Directors, and to the extent applicable, the members of the Board of Statutory Auditors, fulfilled the independence requirements.

After the assessments were made on the Directors - wherein the positions of the individual Directors were examined, applying standards in line with *best international practice* with a special focus on the substantive independence requirement, taking account of the changed shareholding structure of Unipol following the total spin-off of Finsoe S.p.A. - the governing body confirmed fulfilment of the independence requirements:

- in accordance with the Code of Conduct of listed companies, of the following non-executive Directors: Gianmaria Balducci, Silvia Elisabetta Candini, Patrizia De Luise, Massimo Desiderio, Anna Maria Ferraboli, Giuseppina Gualtieri, Pier Luigi Morara, Antonietta Mundo, Maria Antonietta Pasquariello, Annamaria Trovò and Rossana Zambelli, amounting to 11 independent Directors out of a total of 22;
- in accordance with article 147-ter of the Consolidated Law on Finance, of the following non-executive Directors: Gianmaria Balducci, Silvia Elisabetta Candini, Patrizia De Luise, Massimo Desiderio, Anna Maria Ferraboli, Giuseppina Gualtieri, Claudio Levorato, Pier Luigi Morara, Antonietta Mundo, Maria Antonietta Pasquariello, Annamaria Trovò and Rossana Zambelli, amounting to 12 independent directors out of a total of 22.

Finally, all the members of the governing body, as follows: Mario Civetta (Chairperson), Silvia Bocci and Roberto Chiusoli (Standing auditors), Massimo Gatto and Chiara Ragazzi (Alternate auditors) – continue to fulfil the independence requirements set forth under article 148, paragraph 3 of the Consolidated Law on Finance.

Unipol Gruppo S.p.A.

Unipol is one of the main insurance groups in Europe with total premiums of approximately €12.3bn, of which €7.9bn in Non-Life and €4.4bn in Life (2017 figures). Unipol adopts an integrated offer strategy and covers the entire range of insurance and financial products, operating primarily through the subsidiary UnipolSai Assicurazioni S.p.A., founded at the start of 2014 and a leader in Italy in the Non-Life business, particularly MV TPL. The Group is also active in direct MV insurance (Linear Assicurazioni), transport and aviation insurance (Siat), health insurance (UniSalute) and supplementary pensions, and maintains a presence in the bancassurance channel. Lastly, it also operates in the banking realm through the network of Unipol Banca branches and manages significant diversified assets in the real estate, hotel and agricultural (Tenute del Cerro) sectors. Unipol Gruppo S.p.A. is listed on the Italian Stock Exchange.

Unipol Gruppo

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