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PRESS RELEASE

UNIPOL GRUPPO FINANZIARIO S.P.A. CAPITAL INCREASE FULLY SUBSCRIBED

DEFINITIVE RESULTS OF THE OPTION OFFER TO ORDINARY AND PREFERENCE SHAREHOLDERS

BOLOGNA, 28 July 2010 - Unipol Gruppo Finanziario S.p.A. ('UGF' or 'Unipol') announces that the offer to shareholders of an option on a maximum of 634,236,765 Unipol ordinary shares each with a free 'Unipol 2010-2013 Ordinary Share Warrant' and a maximum of 390,660,132 Unipol preference shares each with a free 'Unipol 2010-2013 Preference Share Warrant' has been successfully completed.

CEO Carlo Cimbri commented: *«we are pleased with the outcome of the operation, particularly considering the difficult economic and financial climate in which this has been carried out. The fact that the capital increase has been fully subscribed by the market is testament to the trust that investors are placing in the Unipol Group. It is an encouraging sign for us to pursue, with continued determination, the objectives set out in the 2010-2012 Business Plan.»*

As already communicated to the market on 16 July 2010, during the first day the unexercised rights were offered on the Stock Exchange (the '**Stock Exchange Offer**') all the 20,113,065 ordinary option rights and the 14,164,808 preference option rights were purchased and by the time the bidding ended all the remaining 8,619,885 Unipol ordinary shares and 6,070,632 new Unipol preference shares (with each of them will be a 'Unipol 2010-2013 Ordinary Share Warrant' and a 'Unipol 2010-2013 preference share Warrant' respectively) had been subscribed for a total of €5,657,038.43.

The shares subscribed under the Stock Exchange offer will be made available to those entitled to them through authorised intermediaries belonging to the Monte Titoli S.p.A. centralised management scheme by the tenth day of Stock Exchange trading following the end of the Stock Exchange offer.

The capital increase therefore concluded with all 634,236,765 new Unipol ordinary shares and all 390,660,132 new Unipol preference shares, or approximately 30% of the new share capital, being subscribed for a total of €399,433,400.03 gross of commissions and expenses. Consequently the intervention of the underwriting syndicate coordinated and directed by Mediobanca – Banca di Credito Finanziario S.p.A. in its capacity as single Global Coordinator and Bookrunner was not required.]

Unipol Gruppo Finanziario's new share capital will be of €2,698,895,169.10 represented by 3,416,322,997 shares without nominal value, of which 2,114,122,551 Unipol ordinary shares and 1,302,200,446 Unipol preference shares.

It should also be noted that by virtue of its commitment under the offer Finsoe, the Issuer's majority shareholder, subscribed 321,865,485 new Unipol ordinary shares, or 50.748% of the ordinary shares offered, and 6,675 new Unipol preference



shares, or 0.002% of the preference shares offered, with a total value of €143,232,143.33. Thus on completion of the entire Unipol capital increase and on conclusion of the operation Finsoe will hold 50.748% of the ordinary share capital, approximately 0.002% of the preference share capital and 31.405% of the total share capital.

Unipol Gruppo Finanziario S.p.A.
www.unipolgf.it

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Contacts

External Relations

Carla Chiari
Unipol Gruppo Finanziario
Tel +39 02 51815021/3387207314
carla.chiari@unipolgf.it

Relations with Institutional Investors

Adriano Donati
Unipol Gruppo Finanziario
Tel +39 051 507 7933
investor.relations@unipolgf.it

Ad Hoc Communication Advisors

Paolo Mazzoni
Tel +39 335 1415590
paolo.mazzoni@ahca.it