



START OF UNIPOL GRUPPO S.P.A. SHARE PURCHASE PLAN FOR THE PURPOSE OF THE COMPENSATION PLANS BASED ON FINANCIAL INSTRUMENTS APPROVED BY THE SUBSIDIARY FINITALIA S.P.A.

Bologna, 22 June 2017

Pursuant to and in accordance with Article 144-bis of CONSOB Resolution No. 11971 of 24 February 1999 (the "Issuers' Regulations"), Article 5 of Regulation (EU) No. 596/2014 and Article 2 of Delegated Regulation (EU) 2016/1052, this is to announce that the plan (the "Plan") for the purchase of ordinary shares (the "Shares") of Unipol Gruppo S.p.A. ("Unipol") on the part of Finitalia S.p.A. ("Finitalia"), a company indirectly controlled by Unipol itself, will begin as of 23 June 2017.

The Plan – subject to the authorisation to purchase the indirect parent company's shares, issued pursuant to Article 2359-bis of the Italian Civil Code, by the General Shareholders' Meeting held on 12 April 2017 - concerns the purchase of a maximum of 25,000 Shares (representing approximately 0.0035% of Unipol's share capital) for the above Company's management team's compensation plans based on financial instruments, adopted by Finitalia for the three-year periods 2013-2015 and 2016-2018.

All purchases will be made by means of one or more transactions on the regulated market in accordance with the operating procedures established for such transactions in the same market's organisation and management regulations, at a maximum unit price determined by reference to the official closing price recorded in the trading session before each transaction, with an upward variation not greater than 15%.

The Share purchase transactions implementing the Plan will also be carried out in compliance with the provisions of Articles 2359-bis and following of the Italian Civil Code, 132 of the Consolidated Law on Finance, 144-bis, first paragraph, letter b), of the Issuers' Regulations, as well as in accordance with the conditions set out in Articles 5 of Regulation (EU) No. 596/2014 and 3 of the Delegated Regulation (EU) 2016/1052 and the market practices permitted by CONSOB pursuant to Article 180, first paragraph, letter c), of the Consolidated Law on Finance.

Lastly, it should be noted that in the context of the Plan, the following information will be notified to CONSOB and to the market by the seventh day following the execution date of the transactions: number of shares

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purchased, date and time of each purchase, average price, price of each purchase, and cumulative number of shares at the notification date.

As at the date hereof, Unipol holds a total of 8,587,056 ordinary treasury shares (representing approximately 1.20% of its share capital), which include 3,826,849 shares held indirectly through subsidiaries. Finitalia holds no Unipol shares at the present time.

Unipol Gruppo S.p.A.

Unipol is one of the main insurance groups in Europe, with total premiums of roughly €14.8bn, of which €7.8bn in Non-Life and €7bn in Life (figures from 2016). 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), health insurance (UniSalute) and supplementary pensions, and maintains a presence in the bancassurance channel (Arca Vita Group and Popolare Vita Group). 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 Group S.p.A. is listed on the Italian Stock Exchange.

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