

PRESS RELEASE

Milan, June 5, 2012 – The Board of Directors of Fondiaria-SAI, in a meeting today chaired by Cosimo Rucellai, resolved to set up a Nominations Committee with a purely consultation role in order to:

- a) propose to the Board of Directors candidates for the office of director in the cases of co-optation, where it is necessary to replace independent directors;
- b) provide opinions to the Board of Directors in relation to the size and composition of the Board and to express recommendations on the necessity to nominate professional persons to the Board and on the other matters indicated in the Self-Governance Code;
- c) select – and, thereafter, propose to the Board of Directors – the persons, with the requisites required, designated as members of the Board of Directors of the listed subsidiary Milano Assicurazioni, as well as of the companies in which the Fondiaria-SAI Group has the right to designate to the Board of Directors one or more representatives, either on the first nomination and/or on the renewal by the shareholders' meeting or co-opted by the Board of Directors by these companies.

The Board appointed 5 members to the Committee, the majority independent, as follows:

- Mr. Cosimo Rucellai;
- Mr. Emanuele Erbetta;
- Mr. Salvatore Bragantini;
- Ms. Valentina Marocco;
- Mr. Salvatore Militello.

The Lead Coordinator of the Committee was appointed as Mr. Salvatore Militello.

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Finally we announce that the Directors' Report to the Extraordinary Shareholders' Meeting of June 26, 2012, in first call, and of June 27, 2012, in second call, was published today on the



Company website. The report is available at the Company's registered office in Turin, corso Galileo Galilei No. 12 and at Borsa Italiana S.p.A.

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