

COMUNICATO STAMPA CONGIUNTO

Bologna, 18 Aprile 2016

RITIRO RATING STANDARD & POOR'S

Si comunica che, su richiesta del Gruppo Unipol, l'agenzia di *rating* Standard & Poor's ha ritirato in data odierna tutti i suoi *rating* relativi a Unipol Gruppo Finanziario S.p.A. e alle sue controllate.

Tale decisione scaturisce da un'approfondita riflessione e si basa, principalmente, sulla non condivisibilità delle metodologie valutative adottate e sull'applicazione meccanica di alcuni criteri metodologici come la limitazione del *rating* di UnipolSai Assicurazioni al livello del *rating* sovrano.

In linea con le prassi di mercato, Unipol Gruppo Finanziario S.p.A. e UnipolSai Assicurazioni continueranno ad essere valutati dalle seguenti agenzie di *rating*: AM Best, Dagong Europe, Fitch, Moody's.

Si allega documentazione emessa da Standard & Poor's.

Contatti

Ufficio Stampa Gruppo Unipol

Fernando Vacarini
Tel. +39/051/5077705
pressoffice@unipol.it

Barabino & Partners

Massimiliano Parboni
m.parboni@barabino.it
Tel. +39/335/8304078
Giovanni Vantaggi
g.vantaggi@barabino.it
Tel. +39/328/8317379

Investor Relations Gruppo Unipol

Adriano Donati
Tel. +39/051/5077933
investor.relations@unipol.it

Unipol Gruppo Finanziario S.p.A.

Unipol è uno dei principali gruppi assicurativi in Europa con una raccolta complessiva pari a circa 16,5 miliardi di euro, di cui 7,9 miliardi nei Rami Danni e 8,6 miliardi nei Rami Vita (dati 2015).

Unipol adotta una strategia di offerta integrata e copre l'intera gamma dei prodotti assicurativi e finanziari, operando principalmente attraverso la controllata UnipolSai Assicurazioni S.p.A., nata all'inizio del 2014, leader in Italia nei rami Danni, in particolare nell'R.C. Auto.

Il Gruppo è attivo inoltre nell'assicurazione auto diretta (Linear Assicurazioni), nella tutela della salute (UniSalute), nella previdenza integrativa e presidia il canale della bancassicurazione (Gruppo Arca Vita e Gruppo Popolare Vita).

Opera infine in ambito bancario attraverso la rete di sportelli di Unipol Banca e gestisce significative attività diversificate nei settori immobiliare, alberghiero (Atahotels) e agricolo (Tenute del Cerro).

Unipol Gruppo Finanziario S.p.A. è quotata alla Borsa Italiana.

RatingsDirect®

Research Update:

Italy-Based Insurance Group Unipol Ratings Affirmed Then Withdrawn At Unipol's Request

Table Of Contents

Overview

Rating Action

Rationale

Related Criteria And Research

Ratings List

Research Update:

Italy-Based Insurance Group Unipol Ratings Affirmed Then Withdrawn At Unipol's Request

Overview

- We are affirming all our ratings on various entities of the Italian insurance group Unipol, including on its core operating entity UnipolSai Assicurazioni and nonoperating holding company Unipol Gruppo Finanziario.
- We are subsequently withdrawing the ratings at Unipol's request.
- All key rating factors remain unchanged, including the Unipol group's material exposure to Italian investments, satisfactory business risk profile, and lower adequate financial risk profile.
- At the time of withdrawal, the outlook was stable, reflecting that on the sovereign credit rating on Italy.

Rating Action

On April 18, 2016, Standard & Poor's Ratings Services affirmed its long-term counterparty credit and insurer financial strength ratings on Italy-based multiline insurer UnipolSai Assicurazioni SpA and its subsidiary SIAT - Societa Italiana Assicurazioni e Riassicurazioni SpA at 'BBB-'.

At the same time, we affirmed at 'BB' our issuer credit ratings on Unipol Gruppo Finanziario (UGF), UnipolSai's holding company. We also affirmed the counterparty credit ratings on Unipol Banca at 'BB-/B' and the senior, subordinated, and junior subordinated debt ratings of the group.

We subsequently withdrew all of the above ratings at Unipol's request.

Rationale

The affirmation reflected our view that the ratings on the Unipol group's core operating entities remained constrained by the level of the long-term rating on the Republic of Italy (BBB-/Stable/A-3) owing to the group's material exposure to Italian, predominantly sovereign, investments. The constraint was in line with our global, cross-sector criteria for ratings above the sovereign. At year-end 2015, we estimate that over 80% of Unipol's investments (including sovereign bonds, corporate bonds, loans, equities, and real estate) for which the group carries the credit risk (i.e., excluding unit-linked and third-party investments) were in Italy. These represented close to 8x Unipol's consolidated Solvency II regulatory capital, including Unipol Banca's exposure, at year-end 2015.

At the time of the withdrawal, Unipol's indicative group credit profile (GCP),

which is our assessment of the group's creditworthiness prior to incorporating sovereign risk, was unchanged at 'bbb', one notch above our ratings on Unipol's core operating entities. This reflected our view of its satisfactory business risk profile and lower adequate financial risk profile. Our view of Unipol's adequate enterprise risk management (ERM), fair management and governance, and exceptional liquidity were all neutral rating factors.

Our view of Unipol's satisfactory business profile balanced its strong competitive position with the moderate insurance and country risk insurers face in the Italian life and property/casualty (P/C) markets. Unipol's leading market share in Italian P/C and well-diversified premium generation between life and P/C sustain its competitive position. Insurance risks are increased by what we view as Italy's weak real and nominal economic growth prospects, the difficult conditions in which the Italian banking sector operates, and the slow legal system.

We regarded Unipol's financial risk profile as lower adequate, in line with our assessment of its prospective risk-based capital adequacy. We expect capital adequacy to stabilize at lower adequate levels over 2016-2017, reflecting our forecast that capital will remain mostly flat while the life and P/C business volumes will contract, leading to a similar decline in capital requirements. We estimate Unipol's net income (before minority interests) to normalize above €500 million in 2016 and 2017, which we expect to be mostly allocated to minority interests and dividends.

Unipol recently disclosed a 150% Solvency II ratio at the consolidated level at the end of 2015, which included the use of undertaking specific parameters (USP) for P/C liability risks. Our measurement of Unipol's capital adequacy was constrained by certain factors under our criteria that differ from Solvency II's specifications, including:

- The average ('BBB') credit quality of the group's investments;
- About €1 billion of hybrids that we exclude from capital because they do not meet our criteria in terms of deferability and permanence; and
- The neutralization of unrealized gains on bonds backing life liabilities.

In addition, based on 2014 data, we considered that Unipol's P/C claims reserves, especially in the ex-Fonditaria motor third-party and general liability lines, continue to be understated versus our actuarial best estimate--even though we have observed a significant improvement over the past four years. We use generally accepted actuarial techniques and analytical judgement to determine our view of loss reserves.

We viewed Unipol's financial flexibility as adequate, balancing its capacity to regularly access debt markets with a financial leverage ratio (30%) that remains relatively high compared to peers.

We consider that Unipol's enterprise risk management has well-defined risk appetites but it has yet to be fully integrated into the group's strategic decision-making process.

Our assessment of the group's management continued to reflect the recurrence of unexpected costs and the poor performance of Unipol Banca, which have historically made it more difficult for Unipol to reach its ambitious financial targets. On the other hand, we consider that the successful integration of Fondiaria-SAI highlights the strong capabilities the group has developed in restructuring its operations.

The counterparty credit rating on UGF reflected our standard two-notch downward adjustment from the insurer financial strength rating on Unipol's core operating entities. This accounted for the structural subordination of UGF creditors to the core entities' policyholders and UGF's dependence on UnipolSai's dividend streams.

The affirmation of the 'BBB-' ratings on SIAT, the group's marine insurer, reflected our unchanged view of its strategic importance to Unipol and 'bbb' indicative stand-alone credit profile (SACP). The ratings were constrained by our ratings on the Italian sovereign and the parent group's core operating entity, UnipolSai.

The affirmation of the 'BB-' ratings on Unipol Banca reflected our unchanged view of its strategic importance to Unipol and 'b-' SACP. While the stock of nonperforming loans stabilized in 2015, the ratings were still constrained by the bank's limited market share, weak asset quality, and poor profitability.

The outlook on all entities was stable at the time of withdrawal, in line with our outlook on Italy. The stable outlook on Unipol Banca reflected our belief that its risk profile had stabilized and that Unipol would continue to provide timely and sufficient support to the bank.

Related Criteria And Research

- Assessing Property/Casualty Insurers' Loss Reserves, Nov. 26, 2013
- Group Rating Methodology, Nov. 19, 2013
- Ratings Above The Sovereign--Corporate And Government Ratings: Methodology And Assumptions, Nov. 19, 2013
- Enterprise Risk Management, May 7, 2013
- Insurers: Rating Methodology, May 7, 2013
- Management And Governance Credit Factors For Corporate Entities And Insurers, Nov. 13, 2012
- Refined Methodology And Assumptions For Analyzing Insurer Capital Adequacy Using The Risk-Based Insurance Capital Model, June 7, 2010
- Use Of CreditWatch And Outlooks, Sept. 14, 2009
- Hybrid Capital Handbook: September 2008 Edition, Sept. 15, 2008
- Quantitative Metrics For Rating Banks Globally: Methodology And Assumptions, July 17, 2013
- Revised Market Risk Charges For Banks In Our Risk-Adjusted Capital Framework, June 22, 2012
- Banks: Rating Methodology And Assumptions, Nov. 9, 2011
- Banking Industry Country Risk Assessment Methodology And Assumptions,

Nov. 9, 2011

- Bank Capital Methodology And Assumptions, Dec. 6, 2010
- Methodology For Mapping Short- And Long-Term Issuer Credit Ratings For Banks, May 4, 2010
- Commercial Paper I: Banks, March 23, 2004

Ratings List

Ratings Affirmed Then Withdrawn

	To	From
UnipolSai Assicurazioni		
SIAT - Societa Italiana Assicurazioni e Riassicurazioni SpA		
Counterparty Credit Rating	NR	BBB-/Stable/--
Financial Strength Rating	NR	BBB-/Stable/--
Unipol Gruppo Finanziario SpA		
Counterparty Credit Rating		
Local Currency	NR	BB/Stable/--
UnipolSai Assicurazioni		
Subordinated*	NR	BB
Subordinated	NR	BB
Unipol Gruppo Finanziario SpA		
Senior Unsecured	NR	BB
Unipol Banca SpA		
Counterparty Credit Rating	NR	BB-/Stable/B

*Guaranteed by Unipol Gruppo Finanziario SpA. NR--Not rated.

Additional Contact:

Insurance Ratings Europe; InsuranceInteractive_Europe@standardandpoors.com

Certain terms used in this report, particularly certain adjectives used to express our view on rating relevant factors, have specific meanings ascribed to them in our criteria, and should therefore be read in conjunction with such criteria. Please see Ratings Criteria at www.standardandpoors.com for further information. Complete ratings information is available to subscribers of RatingsDirect at www.globalcreditportal.com and at spcapitaliq.com. All ratings affected by this rating action can be found on Standard & Poor's public Web site at www.standardandpoors.com. Use the Ratings search box located in the left column. Alternatively, call one of the following Standard & Poor's numbers: Client Support Europe (44) 20-7176-7176; London Press Office (44) 20-7176-3605; Paris (33) 1-4420-6708; Frankfurt (49) 69-33-999-225; Stockholm (46) 8-440-5914; or Moscow 7 (495) 783-4009.

Copyright © 2016 Standard & Poor's Financial Services LLC, a part of McGraw Hill Financial. All rights reserved.

No content (including ratings, credit-related analyses and data, valuations, model, software or other application or output therefrom) or any part thereof (Content) may be modified, reverse engineered, reproduced or distributed in any form by any means, or stored in a database or retrieval system, without the prior written permission of Standard & Poor's Financial Services LLC or its affiliates (collectively, S&P). The Content shall not be used for any unlawful or unauthorized purposes. S&P and any third-party providers, as well as their directors, officers, shareholders, employees or agents (collectively S&P Parties) do not guarantee the accuracy, completeness, timeliness or availability of the Content. S&P Parties are not responsible for any errors or omissions (negligent or otherwise), regardless of the cause, for the results obtained from the use of the Content, or for the security or maintenance of any data input by the user. The Content is provided on an "as is" basis. S&P PARTIES DISCLAIM ANY AND ALL EXPRESS OR IMPLIED WARRANTIES, INCLUDING, BUT NOT LIMITED TO, ANY WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE, FREEDOM FROM BUGS, SOFTWARE ERRORS OR DEFECTS, THAT THE CONTENT'S FUNCTIONING WILL BE UNINTERRUPTED, OR THAT THE CONTENT WILL OPERATE WITH ANY SOFTWARE OR HARDWARE CONFIGURATION. In no event shall S&P Parties be liable to any party for any direct, indirect, incidental, exemplary, compensatory, punitive, special or consequential damages, costs, expenses, legal fees, or losses (including, without limitation, lost income or lost profits and opportunity costs or losses caused by negligence) in connection with any use of the Content even if advised of the possibility of such damages.

Credit-related and other analyses, including ratings, and statements in the Content are statements of opinion as of the date they are expressed and not statements of fact. S&P's opinions, analyses, and rating acknowledgment decisions (described below) are not recommendations to purchase, hold, or sell any securities or to make any investment decisions, and do not address the suitability of any security. S&P assumes no obligation to update the Content following publication in any form or format. The Content should not be relied on and is not a substitute for the skill, judgment and experience of the user, its management, employees, advisors and/or clients when making investment and other business decisions. S&P does not act as a fiduciary or an investment advisor except where registered as such. While S&P has obtained information from sources it believes to be reliable, S&P does not perform an audit and undertakes no duty of due diligence or independent verification of any information it receives.

To the extent that regulatory authorities allow a rating agency to acknowledge in one jurisdiction a rating issued in another jurisdiction for certain regulatory purposes, S&P reserves the right to assign, withdraw, or suspend such acknowledgement at any time and in its sole discretion. S&P Parties disclaim any duty whatsoever arising out of the assignment, withdrawal, or suspension of an acknowledgement as well as any liability for any damage alleged to have been suffered on account thereof.

S&P keeps certain activities of its business units separate from each other in order to preserve the independence and objectivity of their respective activities. As a result, certain business units of S&P may have information that is not available to other S&P business units. S&P has established policies and procedures to maintain the confidentiality of certain nonpublic information received in connection with each analytical process.

S&P may receive compensation for its ratings and certain analyses, normally from issuers or underwriters of securities or from obligors. S&P reserves the right to disseminate its opinions and analyses. S&P's public ratings and analyses are made available on its Web sites, www.standardandpoors.com (free of charge), and www.ratingsdirect.com and www.globalcreditportal.com (subscription) and www.spcapitaliq.com (subscription) and may be distributed through other means, including via S&P publications and third-party redistributors. Additional information about our ratings fees is available at www.standardandpoors.com/usratingsfees.