

PRESS RELEASE

Milan, June 8, 2012 – The current communication concerns today's press release in which Ms. Jonella Ligresti and Mr. Paolo Ligresti communicated their irrevocable decision not to waive the discharge commitments undertaken by UGF in the *side letter* of January 29, 2012 and also in which it was announced that the companies Hike Security S.A. and Limbo Invest S.A. do not intend to undertake any commitment in relation to the exercise of the withdrawal right following the merger of Premafin Finanziaria S.p.A. and Fondiaria-SAI S.p.A..

In execution of the integration project subject to the agreement reached between Unipol Gruppo Finanziario S.p.A. (UGF) and Premafin Finanziaria S.p.A. on January 29, 2012, on June 6, 2012 UGF sent to Fondiaria-SAI a proposal on the financial terms including the conditions that (i) agreements are reached to nullify the discharge commitments undertaken by UGF with the Directors and Statutory Auditors of Premafin Finanziaria S.p.A. and the indirectly and/or directly held subsidiaries which are also shareholders of Premafin Finanziaria S.p.A. and (ii) the majority shareholders of Premafin Finanziaria S.p.A. undertake unilateral and irrevocable commitments from exercising the right to withdrawal under the merger.

Noting these developments, currently evaluations and analyses are underway concerning any consequences that the declarations of Messrs. Ligresti reported above may have on the latest UGF proposal and the integration, with the next Board meeting of Fondiaria-SAI S.p.A. already called for the afternoon of June 11 for analysis of the proposal.

It is also announced that the Company received today a communication from Sator Capital Ltd and Palladio Finanziaria S.p.A., containing a new investment offer in Fondiaria-SAI S.p.A., which will be reviewed by the Board of Directors at the above-mentioned meeting.

The Company will promptly inform the market on the decisions of this Meeting.

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