

PRESS RELEASE

APPOINTMENT OF THE CORPORATE OFFICERS AND INTERNAL COMMITTEES OF THE BOARD OF DIRECTORS

Bologna, November 5, 2012 – The Board of Directors of FONDIARIA-SAI S.p.A., in a meeting today chaired by Fabio Cerchiai, appointed the corporate officers and the internal committees of the board as reported below.

The Board appointed, for the duration of its mandate, and therefore until the approval of the 2012 annual accounts:

- Pierluigi Stefanini as Vice Chairman;
- Carlo Cimbri as Chief Executive Officer.

The Vice Chairman Pierluigi Stefanini was also appointed as Director responsible for the Internal Control and Risk Management system, in accordance with the Self-Governance Code for listed companies.

The Board of Directors appointed, for the duration of its mandate, and therefore until the approval of the 2012 annual accounts an Executive Committee of 5 Directors, as:

- Fabio Cerchiai – Chairman
- Pierluigi Stefanini
- Carlo Cimbri
- Guido Galardi
- Marco Minella.

The Board of Directors also appointed the members of the Internal Control and Risks Committee as the Directors Nicla Picchi (as lead coordinator), Ethel Frasinetti and Barbara Tadolini, all of whom independent.

The Board of Directors also appointed the members of the Committee of Independent Directors, set up in accordance with the procedure for transactions with related parties of the FONDIARIA-SAI Group in relation to the proposed integration with the UNIPOL GROUP, as the Directors Angelo Busani (as lead coordinator), Barbara Tadolini and Giampaolo Galli, all of whom independent and not related parties.

The Board of Directors also appointed the members of the Remuneration Committee as the Directors Giampaolo Galli (as lead coordinator), Angelo Busani and Ernesto Dalle Rive, the majority of whom independent.

The Board of Directors also appointed the members of the Nominations and Corporate Governance Committee as the Directors Maria Lillà Montagnani (as lead coordinator), Nicla Picchi and Marco Pedroni, the majority of whom independent.

The Board of Directors at a subsequent meeting will formally verify the independence of qualifying Directors.

Finally, the Board appointed, for the duration of its mandate, Mr. Massimo Dalfelli as the Executive Responsible for the preparation of the corporate and accounting documents.

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