



# SPAFID CONNECT

Informazione Regolamentata n. 0230-41-2018	Data/Ora Ricezione 23 Aprile 2018 17:39:44	MTA
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Societa' : UNIPOLSAI

Identificativo : 102596

Informazione  
Regolamentata

Nome utilizzatore : UNIPOLSAIN02 - Giay

Tipologia : 1.1

Data/Ora Ricezione : 23 Aprile 2018 17:39:44

Data/Ora Inizio : 23 Aprile 2018 17:39:45

Diffusione presunta

Oggetto : UnipolSai: Ordinary and extraordinary shareholders' meeting

*Testo del comunicato*

Vedi allegato.



## ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING

Bologna, 23 April 2018

The Shareholders' Meeting of UnipolSai S.p.A. met today and approved - in the ordinary session - the financial statements of the Company for the year ended on 31 December 2017. The market has already been informed of the content of the financial statements.

The Shareholders' Meeting also decided to pay a total of about €410m in dividends (a pay-out of approximately 71%), corresponding to €0.145 per each ordinary share, up 16% from 2016 (when it amounted to €0.125 per share).

The dividend will be payable from 23 May 2018, with the ex-dividend date from 21 May 2018, and record date of 22 May 2018.

The ordinary Shareholders' Meeting also:

- appointed, in accordance with article 2386 of the Civil Code, outgoing Directors Ms Cristina De Benetti and Mr Vittorio Giovetti as members of the Board of Directors. Their terms of office will end at the same time as the other Directors currently in office, at the Shareholders' Meeting to approve the 2018 financial statements in accordance with the Directors' Report drawn up for today's Shareholders' Meeting;
- appointed the Board of Statutory Auditors, who will remain in office until the Shareholders' Meeting called to approve the financial statements at 31 December 2020 and established the remuneration. On the basis of the lists submitted by the majority shareholder, Unipol Gruppo S.p.A., and certain asset management companies and institutional investors (minority list) respectively, 3 Statutory auditors were appointed and 3 Alternate auditors, as follows:

Paolo Fumagalli	Chairperson (the only Statutory auditor candidate on the minority list);
Giuseppe Angiolini	Statutory auditor;
Silvia Bocci	Statutory auditor;
Sara Fornasiero	Alternate auditor (the only Alternate auditor candidate on the minority list);
Domenico Livio Trombone	Alternate auditor;
Luciana Ravicini	Alternate auditor;

- approved the remuneration report prepared in accordance with article 123-ter of the Consolidated Law on Finance and article 24 of ISVAP (Supervisory Body for Private Insurance) Regulation no. 39 of 9 June 2011;
- authorised, for 18 months, subject to revoking the previous authorisation, the purchase and sale of treasury shares, in accordance with articles 2357 and 2357-ter of the Civil Code, and in compliance with the maximum spending limit of €100m, and the acquisition and sale of shares of the parent company, Unipol Gruppo S.p.A, in accordance with article 2359-bis of the Civil Code, and in compliance with the maximum spending limit of €50m as illustrated in the Directors' Report drawn up for today's Shareholders' Meeting.

Finally, the extraordinary session of the Shareholders' Meeting approved the amendment to article 13 ("Board of Directors") of the Articles of Association to facilitate the submission of lists to appoint minority directors, aligning the provisions of the articles of association with CONSOB guidelines and best market practices.

#### **UnipolSai Assicurazioni S.p.A.**

UnipolSai Assicurazioni S.p.A. is the insurance company of the Unipol Group, Italian leader in Non-Life Business, in particular in vehicle liability insurance. Also active in Life Business, UnipolSai has a portfolio of over 10 million customers and holds a leading position in the national ranking of insurance groups with a direct income amounting to approximately €11.1bn, of which €7.4bn in Non-Life Business and €3.7bn in Life Business (2017 figures). The company has the largest agency network in Italy, with more than 2,800 insurance agencies and about 6,000 sub-agencies spread across the country. UnipolSai Assicurazioni is a subsidiary of Unipol Gruppo S.p.A. and, like the latter, is listed on the Italian Stock Exchange, being one of the most highly capitalized securities.

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Fine Comunicato n.0230-41

Numero di Pagine: 4