

REQUEST FOR SALE NO. \_\_\_\_\_

**REQUEST FOR SALE****WITHIN THE PROCEDURE FOR THE FULFILMENT OF THE OBLIGATION TO PURCHASE PURSUANT TO ARTICLE 108, PARAGRAPH 2, OF THE CFA (THE "SELL-OUT PROCEDURE")**

on a maximum no. 143,850,571 UnipolSai Assicurazioni S.p.A. ordinary shares (the "Issuer"), in addition to a maximum of no. 4,622 UnipolSai Assicurazioni S.p.A. ordinary shares possibly assigned within the context of remuneration plans based on performance share financial instruments, in the context of the voluntary totalitarian tender offer (the "Offer") promoted by Unipol Gruppo S.p.A. (the "Offeror").

Esteemed Appointed Intermediary _____ The undersigned ( <i>name, last name or company name</i> ) _____ born in _____ on _____ tax code / VAT No. _____ citizenship / nationality _____ resident / with registered office in _____ province _____ Street _____ postcode _____ holder of no. _____ ordinary shares of the Issuer (the "Remaining Shares"), with no indication of face value, with regular entitlement rights and freely transferable, of which the subscriber guarantees the legitimate and full ownership and availability, as well as the absence of real restrictions of any kind and nature, mandatory and / or personal; having acknowledged that the capitalized terms not otherwise defined in this request for sale (the "Request for Sale") have the same meaning attributed to them (i) in the offer document prepared for the purposes of the Offer (the "Offer Document") and (ii) in the press release disseminated by the Offeror on 31 May 2024 in relation to the methods and the terms for the fulfilment of the Obligation to Purchase pursuant to Article 108, Paragraph 2, of the CFA (the "Press Release").	
<b>DECLARES</b>	that I have read all the conditions, terms and methods of the Sell-Out Procedure as (i) per the Offer Document made available to the public for consultation at the registered office of the Issuer (at Via Stalingrado no. 45, Bologna), the registered office of the Offeror (at Via Stalingrado no. 45, Bologna), at the headquarters of the Intermediary in Charge of Coordinating the Collection of Acceptances and the Appointed Intermediaries as indicated in the Offer Document, and also available on the <i>website</i> of the Offeror ( <a href="http://www.unipol.it">www.unipol.it</a> ), of the Issuer ( <a href="http://www.unipolsai.com">www.unipolsai.com</a> ) and <i>Global Information Agent</i> ( <a href="http://www.morrowsodali-transactions.com">www.morrowsodali-transactions.com</a> ), and (ii) the Press Release.
<b>REQUIRES</b>	irrevocably to the Offeror to purchase, pursuant to and for the purpose of Article 108, Paragraph 2, of the CFA, for no. _____ Remaining Shares that: <input type="checkbox"/> have already been deposited with you in securities deposit no. _____ in the name of: _____; <input type="checkbox"/> will be entered in the aforementioned deposit following the stock exchange liquidation; <input type="checkbox"/> are filed with you, at the same time as the subscription of this Request for Sale; <input type="checkbox"/> will be transferred / deposited to you, in due time, by assignment expressly accepted at the bottom of this form, by the Custodian Intermediary of the Remaining Shares that are the object of this Request for Sale.
<b>AUTHORISES:</b>	the placing of the Remaining Shares indicated above in temporary deposit with you for the purposes of this Sell-Out Procedure, where envisaged.
<b>ALLOWS</b>	as of now, the transfer to the Offeror of the Remaining Shares entered in the aforementioned transitional deposit, where envisaged, giving you an irrevocable mandate to execute or have executed in the name and on behalf of the undersigned, all the formalities required for the transfer of the Remaining Shares to the Offeror, all against payment of the Sell-Out Consideration on the Sell-Out Payment Date of the as better specified in the Press Release.
<b>DECLARES</b>	to accept as of now the reversal of the transaction if irregularities are found in the data contained in this Request for Sale, following the checks and controls subsequent to the delivery of the Shares that are the object of this Request for Sale.
<b>ACKNOWLEDGES</b>	<ol style="list-style-type: none"> <li>that this Request for Sale is irrevocable, other than in the cases for the subscription to competing offers, pursuant to the applicable law and regulation;</li> <li>that the period agreed with Borsa Italiana, during which the Offeror will fulfil the Obligation to Purchase pursuant to Article 108, paragraph 2, of the Consolidated Law on Finance, will start at 8:30 a.m. (Italian time) of 3 June 2024 and will end at 5:30 p.m. (Italian time) of 21 June 2024, included, unless extended;</li> <li>that the Requesting Shareholders may also submit the Request for Sale and deposit the Remaining Shares therein indicated with the Custodian Intermediaries, that must submit the relevant Request for Sale and deposit the relevant Remaining Shares with the Appointed Intermediary;</li> <li>that the risk that the Custodian Intermediaries do not deliver this Request for Sale and, if it is the case, do not deposit the Remaining Shares therein indicated with the Appointed Intermediary by the last valid day of the Sell-Out Period remains the sole responsibility of the Requesting Shareholders, as well as the risk that the Appointed Intermediaries or Custodian Intermediaries do not transfer the Sell-Out Consideration to the entitled parties, or delay the transfer;</li> <li>that the Sell-Out Consideration is equal to Euro 2.535 for each Remaining Share, determined by CONSOB with resolution No. 23133 adopted on 30 May 2024, corresponding - pursuant to Article 50, Paragraph 4, let. c), of the Issuers' Regulation - to the Offer Consideration adjusted downwards taking into account the 2024 Dividend paid by UnipolSai on 22 May 2024;</li> <li>that the payment of the Sell-Out Procedure will be carried out on 28 June 2024 (<i>i.e.</i> the fifth Trading Day following the end of the Sell-Out Period, unless extended). This payment is subject to the execution of the formalities necessary for the transfer of the Remaining Shares to the Offeror;</li> <li>that the Sell-Out Consideration is net of stamp duty, as far as this is due, and the remuneration, commissions and expenses, all of which will be borne by the Offeror. The capital gains withholding tax, if due, will be borne by the subscribers to the Sell-Out Procedure.</li> </ol>
<b>AUTHORISES</b>	This Intermediary Appointed to settle / arrange the settlement: <input type="checkbox"/> by crediting the current account no. _____ in the name of _____, at _____, IBAN _____;

	<input type="checkbox"/> by non-transferable banker's draft made out to _____ to be sent to _____ the amount of Euro _____ representing the Sell-Out Consideration
<b>DECLARES</b>	<p>a) to be aware that the Sell-Out Procedure is addressed on equal terms to all holders of the Remaining Shares and is promoted in Italy, as the Remaining Shares are traded on Euronext Milan, organized and managed by Borsa Italiana SpA;</p> <p>b) to be aware that the Sell-Out Procedure has not been and will not be promoted or disseminated in the United States of America, Australia, Canada and Japan as well as in any other country in which this Sell-Out Procedure is not permitted without authorisation from the competent authorities or other obligations by the Offeror (collectively, the "Other Countries") (for further information, please refer to Introduction 4 and Section F, Paragraph F.4, of the Offer Document);</p> <p>c) not to have received and/or sent copies or originals of this Request for Sale, of the Offer Document, of the Press Release and/or of any other document connected with the Offer or the Sell-Out Procedure from or in the Other Countries where the Offeror and the Sell-Out Procedure are prohibited without authorization by the competent authority and not to have otherwise used, in connection to the Offer and the Sell-Out Procedure, directly or indirectly, postal services and/or any other communication means or national or international business (including, by way of illustration and without limitations, the postal network, fax, telex, electronic mail, telephone and internet, and/or any other computer mean or support) or any structure of any of the Other Countries' financial intermediaries; and</p> <p>d) to be located outside the Other Countries where the Sell-Out Procedure is not permitted in the absence of specific authorisation from the competent authorities or other fulfilments by the Offeror, when this Request for Sale is delivered or signed.</p>

*Pursuant to Article 13 and 14 of Regulation (EU) 2016/679 (the "Regulation"), we hereby specify that the personal data provided at the time of subscription of this Request for Sale will be processed by Unipol Group S.p.A., with legal office in Via Stalingrado no. 45, 40128 Bologna (www.unipol.it), which as data controller, will also be using IT and telematic procedures. The data will be collected and processed for purposes directly connected and/or instrumental to the Sell-Out Procedure (by way of example, for the collection of requests for sale, verification of their regularity, Allocation and assignment). Pursuant to Article 6 (1) (b) of the Regulation, the of the Request for Sale represents the legal basis that legitimises the processing detailed above. The personal data will also be processed to fulfil any legal obligations the Offeror is required to fulfil. We hereby specify that the conferral of personal data is required to execute your request and, therefore, the failure to provide them, even if partially, shall lead to the inadmissibility of the application. The data will be retained only for the period of time necessary to pursue the aforementioned purposes, after which they will be kept in compliance with the ordinary retention periods specified by the Italian Civil Code or by specific provisions of law, for administrative purposes and / or to assert or defend a right of the data controller.*

*With regard to the aforementioned processing, by contacting the data controller - also in the person of the Data Protection Officer - at the aforementioned office or by writing to the e-mail address [privacy@unipol.it](mailto:privacy@unipol.it), the data subject may exercise all the rights provided for by the privacy legislation (articles 15 - 22 of the Regulation). More specifically, the data subject has the right to access the data concerning him/her/it at any time, to obtain their rectification and/or integration if inaccurate or incomplete, their erasure if processed unlawfully, and the portability of the data provided, if processed automatically based on your consent or for the contractual services requested, within the limits set by the Regulation (article 20). The privacy law also gives the data subject the right to limit the processing of its data if the prerequisites exist or to oppose the processing of its data for reasons connected with the data subject's personal circumstances. Without prejudice to the data subject's right to contact the Italian Data Protection Authority, which includes the possibility of submitting a complaint, where deemed necessary, to protect the data subject's personal data and rights.*

*The personal data will also be processed, as separate and independent controllers, each for purposes connected and instrumental to their role in the transaction, by the Intermediary in charge of Coordinating the Collection of Acceptances, by the Offeror, by the Appointed Intermediaries, by the Custodian Intermediaries and by companies or collaborators identified by the above that carry out functional or support activities required for the transaction, all of whom may have access to the data subject's personal data for purposes closely connected to the Offer. The identification details of these latter parties may be acquired by contacting the Intermediary in Charge of Coordinating the Collection of Acceptances, the Offeror, the Appointed Intermediaries and the Custodian Intermediaries.*

\_\_\_\_\_, on \_\_\_\_\_

_____ The Requesting Shareholder or its representative	_____ Stamp and signature of the Appointed Intermediary
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The CUSTODIAN INTERMEDIARY with whom this Request for Sale was filed declares at the time of submission by the Requesting Shareholder (or his / her representative) and under its own responsibility:

- a) that it is the custodian of the above-mentioned Remaining Shares owned by the Requesting Shareholder;
- b) that it shall carry out the formalities required for the transfer of the Remaining Shares to this Appointed Intermediary exclusively through Monte Titoli S.p.A., no later than the deadline of the Sell-Out Procedure, unless extended.

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Stamp and signature of the Custodian Intermediary

**SHEET No. 1 - COPY FOR THE INTERMEDIARY IN CHARGE OF COORDINATING THE COLLECTION OF ACCEPTANCES**

**SHEET NO. 2 - COPY FOR THE APPOINTED INTERMEDIARY**

**SHEET NO. 3 - COPY FOR THE DEPOSITARY INTERMEDIARY**

**SHEET No. 4 - REQUESTING SHAREHOLDER'S COPY**