



Vittoria Assicurazioni

VITTORIA ASSICURAZIONI SpA

Registered offices: Via Caldera 21 – Milan - Italy

Share capital: Euro 65,788,948.00 fully paid in

Registered in Italian central register of insurance and reinsurance companies

Section I – no. 1.00014

Parent company of the Vittoria Assicurazioni SpA insurance group

Tax code and Milan Companies Register no. 01329510158

**Notice of a meeting of holders of the bonds “Vittoria Assicurazioni SpA
Fixed/Floater 2001/2016 subordinated bond loan convertible into
ordinary shares”**

Bondholders holding the bonds “Vittoria Assicurazioni SpA Fixed/Floater 2001/2016 subordinated bond loan convertible into ordinary shares” are called to attend a meeting at Studio Notarile Marchetti in Milan, Via Agnello 19, on Wednesday, 14 April 2010 at 10.00 a.m. on first call and, if necessary, on Thursday, 15 April 2010, and Friday, 16 April 2010, at the same time and place, respectively on second and third call, to discuss and vote on the following

AGENDA

Appointment of the common representative of holders of the bonds “Vittoria Assicurazioni SpA Fixed/Floater 2001/2016 subordinated bond loan convertible into ordinary shares” pursuant to Articles 2415 et seq. of the Italian Civil Code, with establishment of the term of office and fee.



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The explanatory report concerning the agenda item will be lodged, by the legal deadline, at the Company's registered headquarters and c/o Borsa Italiana, at the disposal of anyone who asks for it. It will also be made available on the Company's website at the address www.vittoriaassicurazioni.com, in the Investor Relations section.

In accordance with the provisions of Article 8 of the Company Bylaws of Vittoria Assicurazioni SpA and with the combined rules of Article 2415 and 2370 of the Italian Civil Code, holders of the bonds "Vittoria Assicurazioni SpA Fixed/Floater 2001/2016 subordinated bond loan convertible into ordinary shares" for whom the Company has received the authorised intermediary's notification at least two working days before the date fixed for the Bondholders' Meeting on first call, will have the right to attend the meeting.

Every bondholder having the right to participate in the Meeting can be represented by means of a written proxy pursuant to current legal requirements, also signing the proxy included at the foot of the copy of the authorised intermediary's notification.

For the proper constitution of the Meeting and for the validity of resolutions, legal regulations hold good.

The public is herewith informed that, following the conversions taking place since the date of issue, the convertible bonds outstanding are 855,526 in number (for a total nominal amount of Euro 4,106,524.80) and each of them has the right to one vote.

Translation in English of the document originally issued in Italian. In the event of discrepancy, the Italian language version prevails.



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Lastly, it is recalled that, as already announced to the market, the company will proceed with early repayment of the loan on 1 January 2011, as allowed by Article 9.2 of the related Regulation.

On behalf of the Board of Directors

Roberto Guarena

Managing Director