

NOTICE OF GENERAL MEETING OF SHAREHOLDERS

Shareholders are called to an Ordinary General Meeting to be held at the offices of Assicurazioni Generali S.p.A. at Via Trento no. 8, Trieste on:

- 23 April 2007, at 11:00 a.m. CET (first call) and, if necessary, at the same location on
- 24 April 2007, at 11:00 a.m. CET (second call),

to pass resolutions on the following

AGENDA

1. Financial Statements for the year ended 31 December 2006: relevant and ensuing resolutions.
2. Extension (pursuant to article 8, paragraph 7 of Legislative Decree No. 303 of 29 December 2006) of the mandate conferred on auditing firm Reconta Ernst & Young for the years 2012-2014, following a resolution passed at the meeting held on 18 July 2006 which covers auditing of the annual and consolidated financial statements, auditing of the company's accounts and verification that transactions are accurately reported in the accounting ledgers, as well as limited audits on half-yearly reports.
3. General liability insurance cover for members of the Board of Directors, members of the Board of Auditors and for the Director General.

Pursuant to article 10 of the Company's Articles of Association and article 34-bis of Consob Resolution no. 11768 of 23 December 1998, and subsequent revisions and amendments, those having the right to vote may attend the General Meeting provided that:

- a) they can provide legal proof of their entitlement to vote;
- b) the notice from the intermediary responsible for keeping the accounts regarding the shares, in replacement of the deposit giving entitlement to attend the Meeting, has been received at the company's head office at least two days prior to the date set for the first call of the Meeting.

The draft financial statement for 2006, complete with all annexes and the Reports on the other items on the agenda will be filed, as established by law, at the offices of Borsa Italiana S.p.A, at the Company's registered office and at its offices in Milan (Via Ugo Bassi, 6). They are available to anyone who wishes to see them and who is entitled to obtain a copy.

These documents will also be made available on the corporate website www.bancagenerali.it.

Any additional information may be obtained from the Company Secretary Office through the Investor Relations Department located at Via Ugo Bassi 6, Milan (Tel. +39/02/60765428).

On behalf of the Board of Directors
The Chairman

The notice of Shareholders' Meeting was published in the Official Journal of the Italian Republic, Section Two of 22 March 2007.

It is currently expected that the General Shareholders' Meeting will take place at Via Trento 8, Trieste on 24 April 2007 (second call) to discuss and pass resolutions.