



**USI**®

USI Group Holdings AG  
Bleicherweg 66,  
CH-8002 Zürich,  
Switzerland  
[www.usigroupholdings.ch](http://www.usigroupholdings.ch)

## **PRESS RELEASE**

2 August 2016

The Board of USI Group Holdings AG (“USI”) is pleased to announce that USI continues to make good progress with its proposed acquisition of RP&C International Inc and its subsidiaries (“RP&C”). Applications for approvals of a change in control of RP&C have been submitted to the regulators of RP&C in the United Kingdom, the United States of America and Mauritius and an approval from the Mauritian regulator has already been received. The directors of USI expect the remaining approvals to be forthcoming in time for completion of the acquisition around 30<sup>th</sup> September 2016.

USI and RP&C have also spoken to most of their respective significant shareholders who have universally indicated support for the transaction. Definite approvals from both sets of shareholders are expected by the end of September.

The parties' lawyers are in the course of preparing the principal transaction documents under which the acquisition will be effected. USI has been informed by RP&C that RP&C has received notice of litigation proceedings in the United Kingdom for an amount of \$11 million plus costs and interest relating to a fund raising operation undertaken on behalf of a UK based operating group by RP&C in 2010 and 2011. RP&C had been informed 2 years ago of potential claims from a dissatisfied investor and had notified the board of USI thereof. RP&C has now been told that in order to protect its rights under the 6 year statute of limitations, the dissatisfied investor has initiated legal proceedings. RP&C continues to believe that the claim is without merit and will resume a vigorous defence. The parties will consider all appropriate measures to protect the combined group from any adverse impact of the litigation. USI will keep shareholders informed of any developments.

### **USI Group Holdings AG**

Dr. Volkert Klauke (Chairman)

Full information concerning the Company’s Board members and other matters are available from the Company’s website at [www.usigroupholdings.ch](http://www.usigroupholdings.ch).

### **Further information:**

Ralph Beney

Investor Relations Officer

Phone: +44 20 7766 7000

SIX Swiss Exchange – symbol USIN, security number 227.101, ISIN CH0002271010