



USI Group Holdings AG
Bleicherweg 66,
CH-8002 Zürich,
Switzerland
www.usigroupholdings.ch

PRESS RELEASE

30 September 2016

The Board of USI Group Holdings AG (“USI” or the “Company”) is pleased to announce that it expects its merger with RP&C International to occur next week, once all regulatory approvals have been obtained.

The Company has today received notifications from its directors David Quint and Dr. Srinivas that they have acquired (together with their wives) in off market transactions 987,519 shares and 908,732 shares of the Company respectively. The shares were acquired at a price of \$8.50 per share. In addition, the RP&C International group has made a net acquisition of a further 120,825 USI shares at a price of \$8.50 per share.

The Company has also received a notification that TLC Developments Limited has reduced its shareholding from 5,442,037 shares to 1,782,309 shares.

In addition, in relation to the notice of litigation proceedings received by RP&C International in July relating to a fund raising operation undertaken on behalf of a UK based operating group by RP&C in 2010 and 2011, legal counsel has been appointed and a vigorous defence has been filed at court. Meanwhile, a letter from a second investor seeking information and clarification about the same transaction has been received. Such letter may or may not lead to a further claim; however, as stated previously the Board believes such claims to be without merit. The Company will consider all appropriate measures to protect the combined group from any adverse impact of litigation and will keep shareholders informed of any developments.

USI Group Holdings AG

Dr. Volkert Klaucke (Chairman)

Full information concerning the Company’s Board members and other matters are available from the Company’s website at www.usigroupholdings.ch.

Further information:

Ralph Beney

Investor Relations Officer

Ralph.Beney@usigroupholdings.ch

Phone: +44 20 7766 7000

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

Not to be distributed in the United States of America