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VOLUNTARY PARTIAL PUBLIC OFFERING FOR EXCHANGE AND SETTLEMENT

Final results

**BMPS UT2 Shares tendered into the Offering: n. 198,521,533
(equal to 83.520540% of the BMPS UT2 Shares to which the Offering relates)**

Final Pro Rata Allocation ratio: 92.275041%

Siena, 23 November 2017 - Banca Monte dei Paschi di Siena S.p.A. ("**BMPS**" or the "**Offeror**") hereby gives notice of the final results of the voluntary partial public offering for exchange and settlement addressed to holders of ordinary shares of the Bank (ISIN code IT0005276776) arising out of the conversion, following the application of burden-sharing measures under Article 22, paragraph 2 of the Law Decree n. 237 of 23 December 2016 (as converted, with amendments, into Law n. 15 of 17 February 2017, and subsequently amended) of the subordinated bond issue "*€2,160,558,000 Floating Rate Subordinated Upper Tier II 2008-2018*" (ISIN code IT0004352586) (the "**Offering**").

During the Offering Period (31 October 2017 - 20 November 2017) n. 198,521,533 BMPS UT2 Shares, equal to 83.520540% of the BMPS UT2 Shares to which the Offering relates (equal to a total of n. 237,691,869), have been validly tendered into the Offering.

On the basis of the above mentioned Tenders, the final Pro Rata Allocation ratio is equal to 92.275041% and therefore the Offeror, in the name and on behalf of the MEF, will acquire 92.275041% of the BMPS UT2 Shares tendered into the offering from each Tenderer and will return, in accordance with the Offer Document, the remaining BMPS UT2 Shares.

The Exchange Date of the Offering will be 24 November 2017.

This notice and the information within neither contain, nor constitute, an offer for sale of securities or a solicitation to purchase securities, in the United States, in Australia, in Canada, in Japan, or in any other jurisdiction in which an offer or solicitation would require approval from the local authorities, or would otherwise be illegal (the "Other Countries"). The Offering will be conducted in Italy on the basis of a document that has been duly authorised by CONSOB in accordance with the laws and regulations in force. Neither this document nor any part of it nor the fact of its distribution may form the basis of, or be relied on in connection with, any contract or investment decision in relation thereto. The securities referred to herein have not been registered and will not be registered in the United States under the U.S. Securities Act of 1933, as amended (the "**Securities Act**"), or pursuant to the corresponding laws and regulations in force in the Other Countries. The securities may not be offered or sold in the United States unless such securities are registered under the Securities Act, or an exemption from the registration requirements of the Securities Act is available. BMPS does not intend to register any part of the Offering in the United States. The Offering will be brought by the Offeror on the basis of an offering prospectus, and will not be brought directly or indirectly through postal services or any other means or instruments of international communication or trade, or trading exchanges in the United States. The securities may not be tendered into the Offer via any system, medium, instrument or device used from or within the United States, by persons resident or located in the United States, or by U.S. Persons as defined in Regulation S of the Securities Act.



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The terms with capital letter which are not defined in this press release have the same meaning as in the Offer Document and in the related Supplement, which are publicly available at the registered office of the Offeror, in Siena, Piazza Salimbeni 3, Italy and on the Offeror website www.gruppomps.it.

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