

It may be unlawful to distribute this Press Release in certain jurisdictions. This press release is not for publication or distribution, directly or indirectly, in or into the United States (including its territories and dependencies, any State of the United States and the District of Columbia), Canada, Japan or Australia. This press release does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States, Canada, Japan or Australia. The securities of MPS will not be registered pursuant to the United States Securities Act of 1933 (the "Securities Act"), and may not be offered, sold or delivered in the United States or to, or for the account or benefit of, U.S. persons (as such term is defined in Regulation S under the Securities Act), except pursuant to an exemption from such registration requirements. There will be no public offer of securities in the United States

PRESS RELEASE

**Banca Monte dei Paschi BoD approves guidelines for Banca Toscana merger.
Application for authorisation of merger sent to Bank of Italy.**

Siena, 24 November 2008. The Board of Directors of Banca Monte dei Paschi has decided to start the procedure for merger by incorporation of Banca Toscana SpA in Banca Monte dei Paschi di Siena SpA. The operation forms part of the 2008-2011 Business Plan, approved in March 2008, which envisages profound restructuring of the entire Montepaschi Group via rationalisation of the network, with the integration of Banca Agricola Mantovana, Banca Antonveneta, and Banca Toscana.

The merger of Banca Agricola Mantovana was completed at midnight on 21 September 2008. The merger by incorporation of Banca Antonveneta, on the agenda of the forthcoming Banca Monte dei Paschi shareholders' meeting on 4 December, will take place by the end of the year, together with spin-off of part of the assets and resources coming from the merger. The Bank of Italy has already authorised the operations. General Management has been authorised to apply to the Bank of Italy for the authorisation necessary to complete the merger of Banca Toscana, which is tentatively expected to take effect by the end of March 2009. Meetings of the Boards of Directors of Banca Monte dei Paschi and of Banca Toscana will subsequently be called to approve the official merger plan and related balance sheets and to summon the respective extraordinary general meetings of shareholders to pass the necessary resolutions.

This press release will be made available on the website: www.mps.it

For further information:

Media Relations

Tel.: +39 0577.299927

ufficio.stampa@banca.mps.it

Investor Relations

Alessandro Santoni

Tel.: +39 0577.296477

investor.relations@banca.mps.it