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Voluntary tender offer by Banca Monte dei Paschi di Siena S.p.A. in relation to certain subordinated securities for cash to be mandatorily applied to subscribe for newly-issued BMPS ordinary shares

Results upon expiry of the offer period (28 November 2016 – 2 December 2016)

Participation in the voluntary cash tender offer: Euro 229,572,000⁽¹⁾

Participation in the Institutional LME Offer: Euro 793,169,000⁽¹⁾

LME Capital Increase: Euro 1,028,811,231⁽²⁾

Siena, 5 December 2016 – Further to the announcement dated 2 December 2016, Banca Monte dei Paschi di Siena S.p.A. (“**BMPS**” or the “**Offeror**”) - pursuant to the voluntary cash tender offer (the “**Offer**”) by BMPS in respect of certain of its subordinated securities, in respect of which relevant holders are able to tender their securities, with the cash amount due to participating holders to be mandatorily applied to subscribe for new ordinary shares in BMPS – announces, on the basis of results received from the Intermediaries Responsible for the Collection of Acceptances (MPS Capital Services Banca per le imprese S.p.A. and Lucid Issuer Services Limited), that the Securities tendered in the Offer during the Offer Period (28 November 2016 to 2 December 2016) are equal to a total of €229,572,000 in nominal value (€1,022,741,000, in nominal value including the Securities tendered pursuant to the Institutional LME Offers) for total Purchase Proceeds of €226,263,049 (€1,028,811,231⁽²⁾) including the consideration due in respect of Securities tendered pursuant to the Institutional LME Offers).

On the basis of such results, the LME Capital Increase is expected to be a maximum of €1,028,811,231 (including the portion of the LME Capital Increase used in respect of the acceptances of the Institutional LME Offers).

Settlement of the Offer and the Institutional LME Offers are conditional upon each of the following events:

- 1) the Settlement Date for the Offer, to be fixed pursuant to the timetable of the Underwriting Period in relation to the BMPS Capital Increase, falling no later than 31 December 2016;
- 2) the receipt by the Offeror of orders and/or underwriting commitments to subscribe to BMPS New Shares for a value of €5 billion pursuant to the BMPS Capital Increase and
- 3) the deconsolidation of the NPL Portfolio and the satisfaction of any further conditions to the Capital Increase that may be required by the Board of Directors of the Offeror pursuant to the Delegation.

⁽¹⁾ Participation is expressed in terms of nominal amount/liquidation preference of Securities participating in the LME Offers.

⁽²⁾ Purchase Proceeds determined as set out in the Offer Document.

For further information in relation to the above Conditions for the Offer, or in relation to any other terms of the Offer, see Paragraph A.1.2 of the Offer Document available at the Offeror's registered office in piazza Salimbeni 3, Siena, Italy and on the Offeror's website at www.mps.it.

Capitalised terms used in this announcement and not otherwise defined have the meanings ascribed to them in the Offer Document.

The following table sets out the results in respect of the Offer and the Institutional LME Offer for each series of Securities.

Securities	Issuer / Series	ISIN	<i>Aggregate Nominal Amount accepted pursuant to the Offer during the Offer Period</i> (Euro)	<i>Aggregate Nominal Amount accepted pursuant to the International LME Offer during the Offer Period</i> (Euro)	<i>Aggregate outstanding nominal amount following the Offer and the International LME Offer</i> (Euro)	<i>Aggregate Purchase Proceeds for the Offers³</i> (Euro)
Tier I	Antonveneta Capital Trust I 80.000 Noncumulative Floating Rate Guaranteed Trust Preferred Securities guaranteed by Banca Monte dei Paschi di Siena S.p.A.	XS0122238115	9,166,000	24,549,000	20,705,000	32,346,845
	MPS Capital Trust I €350,000,000 7.990% Noncumulative Trust Preferred Securities guaranteed by Banca Monte dei Paschi di Siena S.p.A.	XS0121342827	34,400,000	134,137,000	72,596,000	148,391,772
	Antonveneta Capital Trust II 220.000 Noncumulative Floating Rate Guaranteed Trust Preferred Securities guaranteed by Banca Monte dei Paschi di Siena S.p.A.	XS0131739236	12,550,000	38,833,000	55,120,000	49,303,530

⁽³⁾ Calculated assuming a settlement date of 22 December 2016.

Tier II	Banca Monte dei Paschi di Siena S.p.A. €2,160,558,000 Floating Rate Subordinated Upper Tier II 2008 – 2018	IT0004352586	98,156,000	(*)	1,964,1713,163	98,385,744
	Banca Monte dei Paschi di Siena S.p.A. €500,00,000 Subordinated Floating Rate Notes due 2017	XS0236480322	12,750,000	12,800,000	342,793,000	25,560,711
	Banca Monte dei Paschi di Siena S.p.A. €150,000,000 Subordinated Lower Tier II Floating Rate Notes due 2018	XS0238916620	9,250,000	7,300,000	87,423,000	16,570,906
	Banca Monte dei Paschi di Siena S.p.A. €100,000,000 Subordinated 10NC5 Lower Tier II Notes due October 2018	XS0391999801	2,450,000	42,550,000	31,300,000	45,181,157
	Banca Monte dei Paschi di Siena S.p.A. €500,000,000 Lower Tier II Subordinated 7.00 per cent. Notes due 2019	XS0415922730	7,450,000	458,550,000	34,000,000	492,185,379
	Banca Monte dei Paschi di Siena S.p.A. €500,000,000 Lower Tier II Subordinated 5.00 per cent. Notes Due 2020	XS0503326083	17,800,000	47,700,000	303,156,000	67,698,285
	Banca Monte dei Paschi di Siena S.p.A. €500,000,000 Lower Tier II Subordinated 5.60 per cent. Notes due 2020	XS0540544912	25,700,000	26,750,000	326,198,000	53,286,903

(*) Not applicable on the basis that the €2,160,558,000 Floating Rate Subordinated Tasso Upper Tier II 2008 – 2018 Securities only subject to the Offer.

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This announcement will be made available on www.mps.it

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