



BANCA POPOLARE DI MILANO

PRESS RELEASE

**Definitive agreement for the acquisition of the MPS's interest
in Anima Holding by Poste Italiane**

Milan 25 June 2015 - This is a follow-up to the press releases issued by Banca Monte dei Paschi di Siena S.p.A. ("**MPS**") and Poste Italiane S.p.A. ("**Poste**") on 15 April 2015 to communicate that a definitive agreement has been concluded for Poste to purchase MPS's 10.3% stake in Anima Holding S.p.A. ("**Anima**"), given that all of the conditions precedent stipulated in the preliminary contract have now been satisfied.

At the date of execution of the sale, which will take place by 30 June, Poste will taken over all rights and obligations of MPS under the shareholder agreement involving the Anima shares originally signed on 5 March 2014 by MPS and Banca Popolare di Milano S.c. a r.l. ("**BPM**").

As part of this transaction, BPM has taken a commitment (i) to sell to third parties that do not qualify as related parties of BPM and/or Poste the shareholding in excess of the thresholds laid down in art. 106 of Legislative Decree 58 of 24 February 1998 within a maximum of 12 months from the date of completion of the sale of MPS's Anima shares to Poste and (ii) not to exercise its voting rights relating to the shareholding in excess of the said threshold up to completion of the sale indicated in point (i). This commitment will automatically lose effect if CONSOB, to which a specific enquiry has been submitted, decides that the participants in the shareholder agreement are not obliged to launch a public purchase offer for 100% of Anima's shares.

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