



*Commission de Surveillance
du Secteur Financier*

**Certificate of Approval of a Prospectus
in accordance with the Luxembourg Law on Prospectuses for Securities
(transposing Articles 17 and 18 of Directive 2003/71/EC)**

To:

Finanzmarktaufsicht (FMA) (Austria)
Autorité des services et marchés financiers (FSMA) (Belgium)
Croatian Financial Services Supervisory Agency (Hanfa) (Croatia)
Cyprus Securities & Exchange Commission (CSEC) (Cyprus)
Finanstilsynet (Denmark)
Autorité des Marchés Financiers (AMF) (France)
Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin) (Germany)
Hellenic Capital Market Commission (CMC) (Greece)
The Central Bank of Hungary (MNB) (Hungary)
Central Bank of Ireland (Ireland)
Commissione Nazionale per le Società e la Borsa (Consob) (Italy)
Malta Financial Services Authority (MFSA) (Malta)
Polish Financial Supervision Authority (PFSA) (Poland)
Comissão do Mercado de Valores Mobiliários (CMVM) (Portugal)
The Financial Market Authority / Úrad pre finančný trh (ÚFT) (Slovak Republic)
Securities Market Agency (Slovenia)
Comisión Nacional del Mercado de Valores (CNMV) (Spain)
Finansinspektionen (FI) (Sweden)
Czech National Bank (CNB) (The Czech Republic)
Autoriteit Financiële Markten (AFM) (The Netherlands)
Financial Conduct Authority (FCA) (United Kingdom)

From:

Commission de Surveillance du Secteur Financier

We hereby certify that the Prospectus Supplement to the Prospectus detailed below has been drawn up in accordance with the Luxembourg Law on Prospectuses for Securities transposing Directive 2003/71/EC and was approved by us on 19 February 2018.

Name of Issuer(s):

Banca IMI S.p.A.

Registered Office(s)/Seat(s):

Milan, Italy

Type of Securities:

€ 3,000,000,000 WARRANTS AND CERTIFICATES PROGRAMME

References to the annexes of Commission Regulation (EC) N° 809/2004 according to which the Prospectus was drawn up:

Not applicable

Guarantor(s) (if any):
Not applicable

Attachment(s):

Supplement dated 19 February 2018
Revised Croatian translation of the summary
Revised Czech translation of the summary
Revised Danish translation of the summary
Revised French translation of the summary
Revised German translation of the summary
Revised Greek translation of the summary
Revised Hungarian translation of the summary
Revised Italian translation of the summary
Revised Polish translation of the summary
Revised Portuguese translation of the summary
Revised Slovak translation of the summary
Revised Slovene translation of the summary
Revised Spanish translation of the summary
Revised Swedish translation of the summary

Ref.: C-021906
Luxembourg, 19 February 2018
Commission de Surveillance du Secteur Financier

