

BANCA POPOLARE DI MILANO
Società Cooperativa a responsabilità limitata
Parent Bank of the BIPIEMME - Banca Popolare di Milano - Banking Group
Share capital at 31/03/2011: Euro 1,660,283,512
Milan Companies Register, Fiscal Code and VAT No. 00715120150
National Register of Co-operative Companies No. A109641

Integration of the Agenda for the Ordinary and Extraordinary General Meeting

With reference to the notice of calling - published on 18 May in "Il Sole 24 Ore" and "Italia Oggi" - to the Ordinary and Extraordinary General Meeting of the Members of Banca Popolare di Milano Scrl to be held on 24 June 2011 at 9.00 a.m. at first calling at the head office in Piazza Filippo Meda 4, Milan and, if necessary at second calling, on the next day,

**Saturday 25 June 2011 at 9.00 a.m. at Fiera Milan Congressi,
MICO Pavilion - Porta Eginardo, Viale Eginardo, Milan,**

this is to integrate the list of matters that the extraordinary part of the Meeting will have to discuss with the insertion of an additional point on the agenda, as follows:

- Amendment of the regulation governing the "Convertendo BPM 2009/2013 – 6.75%" Bond Loan. Consequent granting to the Board of Directors of the power, pursuant to art. 2443 of the Italian Civil Code, to increase the number of newly issued shares to service early conversion compared with the original conversion date of the bonds involved in this Bond Loan, up to a maximum of 82,153,526 ordinary shares, excluding option rights in accordance with art. 2441, paragraph 5, of the Italian Civil Code. Related amendments to art. 17 of the Articles of Association. Related resolutions.

The General Meeting is therefore called to decide on the following Agenda:

Ordinary part

1. Appointment of a Director pursuant to art. 50 of the Articles of Association.
2. Amendments to the Regulations for General Meetings. Related resolutions.
3. Examination of and resolutions relating to the remuneration and incentive policies.

Extraordinary part

1. Proposal not to indicate the par value of the Company's shares. Related resolutions.
2. Proposal to grant the Board of Directors a mandate under art. 2443 of the Italian Civil Code to increase the share capital on a cash basis and in one or more tranches during a period of 12 months from the date of the Members' resolution, up to a maximum of Euro 1.2 billion, including any share premium, by issuing ordinary shares to be offered under option to those with rights, giving the Board the widest possible powers to establish, as the occasion arises and in compliance with the above limits, the methods, terms and conditions of the operation, including the issue price of the shares, inclusive of any share premium, and the date from which they enjoy dividend and voting rights. Related resolutions.
3. Related amendments to arts. 8 and 17 of the Articles of Association.
4. Amendment to arts. 13, 41 and 47 of the Articles of Association. Related resolutions.
5. Amendment of the regulation governing the "Convertendo BPM 2009/2013 – 6.75%" Bond Loan. Consequent granting to the Board of Directors of the power, pursuant to art. 2443 of the Italian Civil Code, to increase the number of newly issued shares to service early conversion compared with the original conversion date of the bonds involved in this Bond Loan, up to a maximum of 82,153,526 ordinary shares, excluding option rights in accordance with art. 2441, paragraph 5, of the Italian Civil Code. Related amendments to art. 17 of the Articles of Association. Related resolutions.

This notice will be published in two daily newspapers, "Il Sole 24 Ore" and "Italia Oggi", on 6 June 2011.

for THE BOARD OF DIRECTORS
The Chairman
(Massimo Ponzellini)

Milan, 31 May 2011