



**Certificate of Approval of a Prospectus
pursuant to Prospectus (Directive 2003/71/EC) Regulations 2005
Certificate Reference 1653**

To: Commission Bancaire et Financière et des Assurances, Belgium
Croatian Financial Services Supervisory Authority, Croatia
Autorité des Marchés Financiers, France
Hungarian Financial Supervisory Authority, Hungary
Commissione Nazionale per le Società e la Borsa, Italy
Commission de Surveillance du Secteur Financier,
Luxembourg
Securities and Exchange Commission, Poland
Securities Market Agency, Slovenia
National Bank of Slovakia, Slovak Republic
Czech National Bank, The Czech Republic
Autoriteit Financiële Markten, The Netherlands
Financial Control Authority, United Kingdom

From: Central Bank of Ireland (Central Bank)

We hereby certify that the Base Prospectus detailed below has been drawn up pursuant to Prospectus (Directive 2003/71/EC) Regulations 2005 and was approved by us on 29 August 2013.

Name of Issuer: BANCA IMI S.p.A.

Registered Office: Largo Mattioli, 3
20121 Milan

Type of Securities: Certificates Programme

(references to the annexes of Regulation EC 809/2004 according to which the prospectus was drawn up): Annexes XI, XII, XXII, XXX

Guarantor (if any): N/A

We have authorised, in accordance with Article 8 of Directive 2003/71/EC or national law transposing Directive 2003/71/EC, the omission of the information required under [Item _ of Annex _] on the following grounds: N/A

Signed: _____

For and on behalf of the: Central Bank of Ireland



Banc Ceannais na hÉireann
Central Bank of Ireland

Eurosystem

Date: 29/08/2013

Attachments: (1) Base Prospectus
(2) Translations