**Certificate of Approval of a Supplement
pursuant to Prospectus (Directive 2003/71/EC) Regulations 2005
Certificate Reference 3381**

To: Finanzmarktaufsicht, Austria
Financial Services and Markets Authority, Belgium
Financial Services Supervisory Agency, Croatia
Securities and Exchange Commission, Republic of Cyprus
Czech National Bank, Czech Republic
Finanstilsynet, Denmark
Autorité des Marchés Financiers, France
Bundesanstalt für Finanzdienstleistungsaufsicht, Germany
Capital Market Commission, Greece
Hungarian Financial Supervisory Authority, Hungary
Commissione Nazionale per le Societa e la Borsa, Italy
Commission de Surveillance du Secteur Financier, Luxembourg
Financial Services Authority, Malta
Autoriteit Financiële Markten, The Netherlands
Komisja Nadzoru Finansowego, Poland
Comissâo do Mercado de Valores Mobiliários, Portugal
National Bank of Slovakia, Slovakia
Securities Market Agency, Slovenia
Comisión Nacional del Mercado de Valores, Spain
Finansinspektionen, Sweden
Financial Conduct Authority, United Kingdom

From: Central Bank of Ireland

We hereby certify that the Supplement to the Base Prospectus dated 08 July 2019 has been drawn up pursuant to Prospectus (Directive 2003/71/EC) Regulations 2005 and was approved by us on 18 May 2020.

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

Registered Office: **Banca IMI S.p.A.**
Largo Mattioli, 3
20121 Milan
Italy

Type of Securities: Euro Medium Term Note Programme

National Prospectus Identifier: JOB20005517

(references to the annexes of Regulation EC 809/2004 according to which the prospectus was drawn up):   N/A

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 the following grounds: N/A

Signed:

For and on behalf of the: Central Bank of Ireland

Date: 18 May 2020

Attachments: 1. Supplement

                          2. Translations