



**MONTE  
DEI PASCHI  
DI SIENA**  
BANCA DAL 1472

**SECOND SUPPLEMENT DATED 3 SEPTEMBER 2012  
TO THE BASE PROSPECTUS DATED 21 JUNE 2012**

**Banca Monte dei Paschi di Siena S.p.A.  
and Monte Paschi Ireland Limited**

€50,000,000,000

Debt Issuance Programme

Unconditionally and irrevocably guaranteed by  
**Banca Monte dei Paschi di Siena S.p.A.**

This Second Supplement (the **Supplement**) to the Base Prospectus dated 21 June 2012 (the **Base Prospectus**), as previously supplemented by the Supplement dated 29 June 2012, constitutes a Supplement for the purposes of article 13 of Chapter 1 of Part II of the Luxembourg Law dated 10 July 2005 on prospectuses for securities, as amended (the **Prospectus Law**) and is prepared in connection with the Debt Issuance Programme (the **Programme**) established by Banca Monte dei Paschi di Siena S.p.A. (**BMPS**) and Monte Paschi Ireland Limited (**MPIL**), and together with BMPS, the **Issuers**). Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

This Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus issued by the Issuers, as so supplemented.

The Issuers accept responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuers (which have taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

In accordance with Article 13.2 of Chapter 1 of Part II of the Prospectus Act, investors who have already agreed to purchase or subscribe for the securities before this Supplement is published have the right, exercisable within a time limit of minimum two working days after the publication of this Supplement, to withdraw their acceptances. This right to withdraw shall expire by close of business on 5 September 2012.

#### **PURPOSE OF THE SUPPLEMENT**

This Supplement is for the purposes of updating the “Documents Incorporated by Reference” section of the Base Prospectus to disclose and incorporate by reference recent press releases relating to: (i) the approval by BMPS' Board of Directors of BMPS Group's consolidated financial results as at 30 June 2012; (ii) the approval by BMPS' Board of Directors of the partial demerger of Cassa di Risparmio di Biella e Vercelli S.p.A.'s stake in the Bank of Italy as part of the previously announced transfer of BMPS' interest in Cassa di Risparmio di Biella e Vercelli S.p.A. to Cassa di Risparmio di Asti S.p.A.; and (iii) the convening of an extraordinary shareholders meeting of BMPS, to take place on 9 and 10 October 2012, at which shareholders will be called upon to grant BMPS' Board of Directors authority to increase the capital of BMPS.

## DOCUMENTS INCORPORATED BY REFERENCE

This Supplement has been prepared, *inter alia*, to disclose and to incorporate by reference in their entirety in the Base Prospectus copies of the following documents:

- (1) the press release dated 28 August 2012 (relating to BMPS Group's consolidated financial results as at 30 June 2012);
- (2) the press release dated 28 August 2012 (relating to the partial demerger of Cassa di Risparmio di Biella e Vercelli S.p.A.'s stake in the Bank of Italy); and
- (3) the press release dated 28 August 2012 (relating to the convening of the extraordinary shareholders meeting)

(together, the **Press Releases**), which have previously been published and have been filed with the CSSF and, by virtue of this Supplement, are incorporated by reference in their entirety in, and form part of, the Base Prospectus.

The following documents shall be incorporated by reference in their entirety in, and form part of, the Base Prospectus:

<u>Document</u>	<u>Information incorporated</u>	<u>Page reference</u>
Press Release dated 28 August 2012	Entire document	All
Press Release dated 28 August 2012	Entire document	All
Press Release dated 28 August 2012	Entire document	All

Copies of this Supplement and the documents incorporated by reference in this Supplement can be obtained from the office of the Issuers and will also be published on the BMPS website ([english.mps.it/Investor+Relations/Bilanci+e+Relazioni/](http://english.mps.it/Investor+Relations/Bilanci+e+Relazioni/)). In addition, such documents can be obtained from the website of the Luxembourg Stock Exchange [www.bourse.lu](http://www.bourse.lu).

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To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, the statements in (a) above will prevail.

Save for the Issuers, no party has independently verified the information contained herein. Accordingly, no representation, warranty or undertaking, express or implied, is made and no responsibility or liability is accepted by the Dealers as to the accuracy or completeness of the information contained or incorporated in this Supplement or any other information provided by any Issuer or the Guarantor in connection with the Programme. No Dealer accepts any liability in relation to the information contained or incorporated by reference in this Supplement or any other information provided by each of BMPS or MPIL in connection with the Programme.

There are no significant new factors, material mistakes or inaccuracy relating to information included in the Base Prospectus since the publication of the last supplement dated 29 June 2012 and since the publication of the Base Prospectus.