

MEDIOLANUM S.p.A.

Registered Office: Palazzo Meucci, Via F. Sforza Basiglio - Milano 3

Share capital: €72,884,331.70.= fully paid up

Tax and VAT Registration - Milan Register of Companies No. 11667420159

The shareholders of Mediolanum S.p.A. are invited to attend the Ordinary and Extraordinary General Meetings, which will be held in Basiglio - Milano 3, Palazzo Meucci, on April 19, 2007, at 2.30 pm, on first call and, if necessary, on April 20, 2007, at the same time and place, on second call, to vote on the following

Agenda items

Ordinary Meeting:

1. The Company's and the consolidated financial statements for the year ended December 31, 2006; Directors' Report and Report of the Board of Statutory Auditors; subsequent and related resolutions;
2. Authorization to be granted to the Board of Directors to purchase and sell the company's own shares; subsequent and related resolutions;
3. Enlargement of the number of members of the Board of Directors; subsequent and related resolutions also with reference of compensation of the Board;
4. Extension of the period of appointment of the Independent Auditors, in accordance of new provisions of Law, pursuant to art. 8, paragraph 7, of the Legislative Decree n. 303/2006; subsequent and related resolutions;
5. Amendments to the Stock Option Plan approved on April 26, 2005.

Extraordinary Meeting:

1. Amendment to the resolution granted to the Board of Directors by the Extraordinary Meeting of Shareholders on April 26, 2005 pursuant to art 2443 of Italian Civil Code, authorizing the increase of share capital, against payment, to serve the stock option

plan approved on the same Shareholders Meeting, with reference to the Plan reserved to the Company and Group's Directors;

2. Amendment of the increase of share capital resolved by the Board of Directors on July 13, 2005 in execution of the General Meeting' resolution dated April 26, 2005 and abolition of the articles of Bylaws pertaining to the expired authorization to increase the share capital and expired share capital increases (article 6 of the Bylaws);
3. Amendment to articles 11, 19, 23, 24 of the Bylaws, also in compliance with some provisions of the Law n. 262/2005 as modified with Legislative Decree n. 303/2006.

In Accordance with art. 11 of the Company's Bylaws, to participate in the General Meeting shareholders need to request the issuance of their communication from the intermediary where shares are deposited, no later than two days prior to the date of the General Meeting. The documentation relating to the agenda items will be available at the company's registered office and at the offices of Borsa Italiana S.p.A. and Shareholders are entitled to receive a copy thereof.

Said documentation will also be available at the Company's website: www.mediolanum.it

The Chairman: Roberto Ruozi

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For any further information please contact the Mediolanum S.p.A. Corporate Affairs Office (tel. 02.9049.2517 – 02.9049.2656 from 9:00 am to 6:00 pm).