

**AUDITORS' REVIEW REPORT ON THE CONSOLIDATED REPORT AS OF AND FOR  
THE SIX MONTHS ENDED JUNE 30, 2007 PREPARED PURSUANT TO ARTICLE 81 OF  
THE CONSOB REGULATION ADOPTED BY THE RESOLUTION NO. 11971 OF  
MAY 14, 1999 AND SUBSEQUENT MODIFICATIONS AND INTEGRATIONS**

(Translation from the original Italian text)

To the Shareholders of  
Mediolanum S.p.A.

1. We have reviewed the interim consolidated financial statements, consisting of the balance sheet, the statement of income, the statement of changes in shareholders' equity and the statement of cash flows (the "Statements") and the related explanatory notes, included in the consolidated report of Mediolanum S.p.A. as of and for the six months ended June 30, 2007. The consolidated report is the responsibility of Mediolanum S.p.A.'s management. Our responsibility is to issue this review report based on our review. We have also examined that part of the information included in the management's discussion and analysis of operations solely for the purpose of evaluating its consistency with the remaining part of the consolidated report.
2. We conducted our review in accordance with auditing standards governing the review of interim financial statements recommended by Consob (the Italian Stock Exchange Regulatory Agency) in its Resolution no. 10867 of July 31, 1997. The review consisted mainly of obtaining information with respect to the accounts included in the Statements and the consistency of the accounting principles applied, through discussions with management, and analytical procedures applied to the financial data presented in such Statements. The review did not include performing auditing procedures such as tests of compliance of internal controls and substantive procedures on assets and liabilities, and the scope of the work performed provides significant less assurance than a full scope audit performed in accordance with generally accepted auditing standards. Accordingly, we do not express an audit opinion on the six months consolidated report as we do in connection with reporting on our full scope audit of the annual consolidated financial statements.
3. With respect to the comparative data related to the consolidated financial statements of the preceding year and to the consolidated report for the same period of the preceding year presented in the Statements, reference should be made to our audit and review reports issued on April 3, 2007 and on October 2, 2006, respectively.

4. Based on our review, we are not aware of any significant modifications that should be made to the Statements and the related explanatory notes, identified in paragraph 1. above, in order for them to be in conformity with IAS 34 and with the criteria for the preparation of the six months consolidated report required by Article 81 of Consob Regulation as adopted in its Resolution no. 11971 of May 14, 1999 and subsequent modifications and integrations.

Milan, September 28, 2007

Reconta Ernst & Young S.p.A.  
Signed by: Natale Freddi, Partner