

**NOTICE OF INCREASE OF THE AGGREGATE NOMINAL AMOUNT AND OF
EARLY CLOSURE****MEDIOBANCA - Banca di Credito Finanziario S.p.A.****Legal Entity Identifier (LEI): PSNL19R2RXX5U3QWH144****(the “Issuer”)****Issue of up to Euro 500,000,000 Fixed Step Up Rate Notes due 25 January 2024****under the****Euro 40,000,000,000****Euro Medium Term Note Programme
(the “Notes”)****ISIN XS1928480166****SERIES NO.: 552****TRANCHE: 1**

This notice is given by Banca IMI S.p.A. – in its role of *Direttore del Consorzio* - pursuant to the Final Terms published by MEDIOBANCA - Banca di Credito Finanziario S.p.A. in connection with the issue of the Notes referred to above and dated 10 January 2019.

Banca IMI S.p.A., in accordance with Part B (*Other information*), Section 10 (*Terms and conditions of the Offer*) of the Final Terms, hereby gives notice that the Aggregate Nominal Amount of the Issue has been increased from up to **Euro 500,000,000** (*five hundred million*) to up to **Euro 750,000,000** (*seven hundred and fifty million*).

In addition, pursuant to Part B (*Other information*), Section 10 (*Terms and conditions of the Offer*) of the Final Terms, Banca IMI, in agreement with the Issuer, exercises the right to close the Offer Period early and therefore notice is hereby given that the Offer Period will close early today, Friday, 11 January 2019, at 8:00 p.m. (Milan Time), including in relation to the distribution through door-to-door selling.

Terms used herein and not otherwise defined shall have the same meaning ascribed to them in the Final Terms relating to the Notes.

11 January 2019

Banca IMI S.p.A.