

MEDIOBANCA

LIMITED LIABILITY COMPANY

CAPITAL EURO 443,608,088.50

REGISTERED OFFICE IN MILAN - PIAZZETTA ENRICO CUCCIA, 1
REGISTERED IN THE PUBLIC REGISTER OF COMPANIES IN MILAN
VAT NUMBER 10536040966

REGISTERED IN REGISTER OF BANKS AND BANKING GROUPS WITH NO. 10631
PARENT COMPANY OF MEDIOBANCA BANKING GROUP

NOTICE TO SECURITYHOLDERS

relating to the public offer of

Issue of Up to 2,000 Certificates "Knock-in Reverse Convertible Securities linked to Unicredit S.p.A. Share due 23 September 2022"

commercially named

"Coupon Lock-In Certificates linked to Unicredit S.p.A."

(the "Certificates")

(ISIN Code XS2043669345)

Issuer, Distributor and Lead Manager

MEDIOBANCA - Banca di Credito Finanziario S.p.A.

In accordance with Paragraph 23 (Underlying Reference Strike Price) – Part A of the Issuer's Final Terms, dated 26th August 2019, it is hereby stated that the Issuer, in its role as Calculation Agent, has determined the Underlying Reference Strike Price and it states the following definitive values:

ISIN Code	Underlying Reference	Strike Date	Underlying Reference Strike Price
XS2043669345	Unicredit S.p.A. Shares	From (and including) 10 September 2019 up to (and including) 16 September 2019	Unicredit S.p.A.: 11.0712



Terms used herein and not otherwise defined shall have the same meaning ascribed to them in the Offering Documentation of the Certificates.

The Certificates have been issued under the "Issuance Programme" (the "Base Prospectus") approved by the Central Bank of Ireland (the competent Irish Authority) on 24th May 2019. The Final Terms have been transmitted to Consob 27th August 2019.

Full information on the Issuer and the Offer can be obtained only on the basis of the combination of the Base Prospectus and the Final Terms. The Base Prospectus and the Final Terms are available on the website of the Issuer, Distributor and Lead Manager (www.mediobanca.com).

17 September 2019