



MEDIOBANCA

Banca di Credito Finanziario S.p.A.

MEDIOBANCA

LIMITED LIABILITY COMPANY

CAPITAL EURO 443,616,723.50

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 20,000 Certificates “Knock-in Reverse Convertible Securities linked to Plug Power Inc Share due 3 August 2022”

commercially named

“BG Phoenix Memory Premi Fissi Step-Down – Plug Power”

(the “Certificates”)

(ISIN Code XS2363186136)

Issuer and Lead Manager

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

Distributor

Banca Generali S.p.A.

In accordance with Paragraph 23 (*Underlying Reference Strike Price*) – Part A of the Issuer's Final Terms, dated 12 July 2021, 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
XS2363186136	Plug Power Inc Share	27 July 2021	Plug Power Inc: USD 26.55

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

Mediobanca Banca di Credito Finanziario S.p.A.

Piazzetta Enrico Cuccia, 1

20121 Milano, Italia

Partita IVA: 10536040966

Codice fiscale e numero di iscrizione al Registro delle Imprese di Milano, Monza, Brianza, Lodi:

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Mediobanca S.p.A., iscritta all'Albo delle Banche e Capogruppo del Gruppo Bancario Mediobanca, iscritto all'Albo dei Gruppi Bancari al n. 10631.

Aderente al Fondo Interbancario di Tutela dei Depositi e al Fondo Nazionale di Garanzia. Iscritta al Registro Unico degli Intermediari assicurativi e riassicurativi.

Capitale sottoscritto e versato € 443.616.723,50



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The Certificates will be issued under the "Issuance Programme" (the "**Base Prospectus**") approved by the Central Bank of Ireland (the competent Irish Authority) on 25th May 2021.

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

06 August 2021