



**Certificate of Approval of a Supplement  
pursuant to Prospectus (Directive 2003/71/EC) Regulations 2005  
Certificate Reference 3202**

**To:** Commissione Nazionale per le Società e la Borsa, Italy  
Commission de Surveillance du Secteur Financier, Luxembourg

**From:** Central Bank of Ireland

We hereby certify that the Supplement to the Base Prospectus dated 24 May 2019 has been drawn up pursuant to Prospectus (Directive 2003/71/EC) Regulations 2005 and was approved by us on 07 October 2019.

**Name of Issuer:** Mediobanca - Banca di Credito Finanziario S.p.A.  
Mediobanca International (Luxembourg) S.A.

**Registered Office:** **Mediobanca - Banca di Credito Finanziario S.p.A.**  
Piazzetta E. Cuccia, 1  
20121 Milan  
Italy

**Mediobanca International (Luxembourg) S.A.**  
4, Boulevard Joseph II  
L-1840 Luxembourg  
Grand Duchy of Luxembourg

**Type of Securities:** Issuance Programme

**National Prospectus Identifier:** JOB20003974

**(references to the annexes of Regulation EC 809/2004 according to which the prospectus was drawn up):** N/A

**Guarantor(if Any):** Mediobanca - Banca di Credito Finanziario S.p.A.

**We have authorised, in accordance with Article 8 of Directive 2003/71/EC or national law transposing Directive 2003/71/EC, the omission of the information required under the following grounds:** N/A

**Signed:**

**For and on behalf of the:** Central Bank of Ireland

**Date:** 07 October 2019

**Attachments:** 1. Supplement  
2. Translations