



MEDIOBANCA

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LIMITED LIABILITY COMPANY

CAPITAL EURO 440,617,579

REGISTERED OFFICE IN MILAN - PIAZZETTA ENRICO CUCCIA, 1

REGISTERED IN THE PUBLIC REGISTER OF COMPANIES IN MILAN

TAX CODE AND VAT NUMBER 00714490158

REGISTERED IN REGISTER OF BANKS AND BANKING GROUPS WITH NO. 10631.0

PARENT COMPANY OF MEDIOBANCA BANKING GROUP

NOTICE TO SECURITYHOLDERS

relating to the public offer of

“Issue of Up to 15,000 Memory Autocallable Certificates linked to Fiat Chrysler Automobiles N.V. due 18 December 2020”

(the “Certificates”)

(Codice ISIN XS1703856242)

Issuer, Lead Manager and Calculation Agent

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

Distributor

Che Banca! S.p.A.

In accordance with Paragraph 3 (iii) (Initial Reference Level) – Part A of the Issuer’s Final Terms, dated 3 November 2017, it is hereby stated that the Issuer, in its role as Calculation Agent, has determined the Initial Reference Level of the Reference Item and it states the following definitive values:

ISIN Code	Reference Item	Issue Date	Initial Reference Level
XS1703856242	Fiat Chrysler Automobiles N.V.	11 December 2017	15.19

* The Initial Reference Level is equal to the official closing level of the Reference Item at the Valuation Time on the Issue Date.

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



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The Certificates have been issued under the "Issuance Programme" (the "**Base Prospectus**") approved by the Central Bank of Ireland (the competent Irish Authority) on 16th March 2017 as completed by the supplements to the Base Prospectus dated 31 October and 3 November 2017. The Final Terms have been transmitted to Consob on 3 November 2017.

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

13 December 2017