



MEDIOBANCA
Banca di Credito Finanziario S.p.A.

MEDIOBANCA S.P.A.

LIMITED LIABILITY COMPANY
CAPITAL EURO 444,515,142.5
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

(the "**Issuer**")

NOTICE TO THE HOLDERS OF

**"Zero Recovery Credit Securities linked to a basket of Reference Entities due
20 December 2025"**

commercially named

**"3yr Corporate Family Office Credit-linked Certificates on premium basket of
names"**

Series Number: 667 - ISIN: XS2562467246

issued by the Issuer
under the
Issuance Programme

(the "**Certificates**")

THIS NOTICE IS GIVEN to the holders of the Certificates which are governed by the Terms and Conditions set forth in the base prospectus dated 22 May 2022, as supplemented from time to time (the "**Base Prospectus**"), and completed by the final terms dated 1 December 2022 (the "**Final Terms**").

In this notice capitalised terms not otherwise defined herein have the same meaning given to them under the Base Prospectus or the Final Terms (as the case may be).

The Certificates are Basket Credit Securities referring to a basket of Reference Entities identified in the Relevant Annex attached to the Final Terms.

This notice is given since on 3 October 2024 the Credit Derivatives Determinations Committee has determined that:

- (i) Optics Bidco S.p.A. ("**Optics**") succeeded to more than twenty-five per cent. (but less than seventy-five per cent.) of the Relevant Obligations of Telecom Italia S.p.A. ("**TIM**"); and
- (ii) more than twenty-five per cent. of the Relevant Obligations of TIM remained with TIM.

TIM is one of the Reference Entities comprised in the above mentioned Relevant Annex.

In light of the foregoing, this notice is given to inform the holders of the Certificates that MEDIOBANCA – Banca di Credito Finanziario S.p.A. in its capacity of Calculation Agent under the Certificates and pursuant to the Credit Security Condition 9 (Successors):

(a) has determined that Optics has succeeded to TIM according to the definition of “succeed” in the Credit Security Condition 13 (*Definitions*);

(b) has determined that in respect of the succession under (i) above:

(i) the Successors are TIM and Optics according to paragraph (iv) of the definition of “Successor” in the Credit Security Condition 13 (*Definitions*); and

(ii) the Succession Date is 1 July 2024 according to paragraph (iv) of the definition of “Succession Date” in the Credit Security Condition 13 (*Definitions*);

and

(c) has made some adjustments to the Relevant Annex attached to the Final Terms in accordance with the Credit Security Condition 9(d)(iv).

The Relevant Annex with the adjustments made by the Calculation Agent under (c) above are shown in track-changes in the new form of Relevant Annex set forth in Appendix A (*New Relevant Annex*) below which new form of Relevant Annex replaces entirely, and with effect from the Succession Date, the Relevant Annex originally attached to the Final Terms.

**Appendix A
(New Relevant Annex)**

“Relevant Annex

Reference Entity	Reference Obligation	Reference Entity Weighting	Transaction Type
Telecom Italia S.p.A.	XS1982819994 XS1497606365	40 5%	Standard European Corporate
<u>Optics Bidco S.p.A.</u>	<u>XS2804500069</u>	<u>5%</u>	<u>Standard European Corporate</u>
Petroleos Mexicanos	XS0213101073	10%	Standard Latin America
Atlantia S.p.A.	XS1558491855	10%	Standard European
Credit Suisse Group AG	XS2345982362	10%	Standard European Financial Corporate
International Consolidated Airlines Group SA	XS2322423455	10%	Standard European Corporate
thyssenkrupp AG	DE000A14J587	10%	Standard European
Barclays PLC	US06738EAP07 (Subordinated)	10%	Standard European Financial Corporate
Ford Motor Co	XS2052337503	10%	Standard North American
Leonardo S.p.A.	XS2199716304	10%	Standard European
Teva Pharmaceutical Industries Ltd	XS1813724603	10%	Standard North American Corporate”

16 October 2024