



MEDIOBANCA

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LIMITED LIABILITY COMPANY

CAPITAL EURO 442,283,970

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 500 Autocallable Certificates linked to Eni S.p.A. Share due 23rd February 2021”

(the “Certificates”)

(Codice ISIN XS1769370179)

Issuer, Distributor and Lead Manager

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

In accordance with Paragraph 3 (iii) (Initial Reference Level) – Part A of the Issuer's Final Terms, dated 7 February 2018, 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
XS1769370179	Eni S.p.A. Share	19 February 2018	13.4816

* The Initial Reference Level is equal to the arithmetic mean of the official closing prices of the Reference Item quoted on the Observation Dates specified in the Final Terms.

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 7 February 2018.

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, Distributor and Lead Manager (www.mediobanca.com).

19 February 2018