



MEDIOBANCA
Banca di Credito Finanziario S.p.A.

MEDIOBANCA

LIMITED LIABILITY COMPANY

CAPITAL EURO 443,583,088.50

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 OF RESULTS OF THE OFFER

relating to the public offer of

Issue of Up to 2,000 "Phoenix Certificates linked to ING Groep N.V. Shares due 11 April 2022"

(the "Certificates")

issued under the

Issuance Programme

SERIES NO: 221

TRANCHE NO: 1

ISIN CODE: XS1961887541

Issuer, Distributor and Lead Manager

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

In accordance with Paragraph 12 (Terms and Conditions of the Offer) - Part B of the Issuer's Final Terms dated 7 March 2019, it is hereby stated as follows:

- (i) the Offer Period for the captioned Certificates ended on 27 March 2019;
- (ii) the total amount of subscriptions results equal to no. 313 Certificates, which correspond to 81 applications imputable to no. 81 applicants;
- (iii) all the Certificates requested will be allotted on the Issue Date;

Mediobanca Banca di Credito Finanziario S.p.A.
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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 € 443,583,088.50



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- (iv) the Aggregate Notional Amount of the Certificates effectively placed is equal to Euro 6,260,000 represented by no. 313 Certificates having each a Notional Amount per Security of Euro 20,000. The Aggregate Notional Amount issued is equal to Euro 7,500,000.

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

The Certificates will be issued under the "Issuance Programme" (the "**Base Prospectus**") approved by the Central Bank of Ireland (the competent Irish Authority) on 24th May 2018. The Final Terms have been transmitted to Consob on 8 March 2019.

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

29 March 2019