



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

## **MEDIOBANCA**

LIMITED LIABILITY COMPANY  
CAPITAL EURO 443,608,088.50  
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 TO SECURITYHOLDERS**

**relating to the public offer of**

**Issue of up to 350 Certificates “Phoenix Autocallable Certificates linked to Intesa Sanpaolo and Daimler due 9 May 2022”**

**(the “Certificates”)**

**issued under the  
Issuance Programme**

**SERIES NO: 233**

**TRANCHE NO: 1**

**ISIN CODE: XS1986416425**

*Issuer and Lead Manager*

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

*Distributor*

**Deutsche Bank S.p.A.**

In accordance with Paragraph 24 (Underlying Reference Strike Price) – Part A of the Issuer’s Final Terms, dated 29 April 2019, it is hereby stated that the Issuer, in its role as Calculation Agent, has determined the Underlying Reference Strike Price and it states the following definitive values:

<b>ISIN Code</b>	<b>Underlying Reference</b>	<b>Strike Date</b>	<b>Underlying Reference Strike Price</b>
XS1986416425	Intesa Sanpaolo S.p.A. shares	30 April 2019	Intesa Sanpaolo S.p.A.: 2.337
	Daimler A.G. shares		Daimler A.G.: 58.34

Mediobanca Banca di Credito Finanziario S.p.A.  
Piazzetta Enrico Cuccia, 1  
20121 Milano, Italia  
Partita IVA: 10536040966  
Codice fiscale e numero di iscrizione al Registro delle Imprese di Milano, Monza, Brianza, Lodi:  
00714490158  
Tel. +39 02 8829 1  
Fax +39 02 8829 367  
mediobanca.com

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 € 443.608.088,50



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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 24<sup>th</sup> May 2018. The Final Terms have been transmitted to Consob on 29 April 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 and Lead Manager ([www.mediobanca.com](http://www.mediobanca.com)) and on the website of the Distributor ([www.deutsche-bank.it](http://www.deutsche-bank.it)).

7 May 2019