



MEDIOBANCA

LIMITED LIABILITY COMPANY Capital Euro 443.616.723,50 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 AUTOMATIC EARLY REDEMPTION

relating to the public offer of

Issue of up to 2,000 Certificates "Knock-in Reverse Convertible Securities linked to Intesa Sanpaolo S.p.A. Shares due 2 October 2023"

commercially named

"Phoenix Certificates linked to Intesa Sanpaolo S.p.A. Shares"

(the "Certificates") (ISIN Code XS2129691684)

Issuer, Distributor and Lead Manager

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

Pursuant to Part A of the Final Terms dated 5 March 2020 relating to the issue of the Certificates referred to above, the Issuer hereby gives notice that:

- on the first Automatic Early Settlement Valuation Date of 25 September 2020 the Certificates have been automatically redeemed early.

Therefore, on the Automatic Early Settlement Date of 2 October 2020, the Certificates correspond the Cash Settlement Amount according to paragraph 46 lett. d(ii) and lett. d(iv) of the Final Terms.

No further payment shall be due in respect of the Certificates.

Terms used herein and not otherwise defined shall have the same meaning ascribed to them in the Final Terms 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 2019. The Final Terms have been transmitted to Consob on 5 March 2020.

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).

28 September 2020

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

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 € 443.616.723,50