



MEDIOBANCA
Banca di Credito Finanziario S.p.A.

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

relating to the public offer of

Legal entity identifier (LEI): PSNL19R2RXX5U3QWHI44

Issue of up to 10,000 Certificates “Knock-in Reverse Convertible Securities linked to Royal Caribbean Cruises Ltd, Norwegian Cruise Line Holdings Ltd and Carnival Corp. Shares due 15 January 2024”

commercially named

“BG Phoenix Memory Airbag Step-Down su Basket WO”

(the “Certificates”)

(ISIN Code XS2276536989)

Issuer and Lead Manager

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

Distributor

Banca Generali S.p.A.

In accordance with Paragraph 23 (*Underlying Reference Strike Price*) – Part A of the Issuer's Final Terms, dated 23 December 2020, 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:

ISIN Code	Underlying Reference	Strike Date	Underlying Reference Strike Price
XS2276536989	Royal Caribbean Cruises Ltd, Norwegian Cruise Line Holdings Ltd and Carnival Corp. Shares	8 January 2021	Royal Caribbean Cruises Ltd: USD 72.97 Norwegian Cruise Line Holdings Ltd: USD 24.43 Carnival Corp.: USD 20.47

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 € 443.616.723,50



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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 25th May 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 and Lead Manager (www.mediobanca.com) and on the website of the Distributor (www.bancagenerali.com).

12 January 2021