



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

Issue of up to 2,000 Certificates “Knock-in Reverse Convertible Securities linked to Intesa SanPaolo S.p.A. and UniCredit S.p.A. Shares due 17 September 2024”

commercially named

**“Phoenix Snowball Worst of Certificates linked to Intesa SanPaolo S.p.A. and UniCredit S.p.A. Shares”
(the “Certificates”)**

(ISIN Code XS2307742424)

Issuer, Lead Manager and Distributor

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In accordance with Paragraph 23 (*Underlying Reference Strike Price*) – Part A of the Issuer's Final Terms, dated 1 March 2021, 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
XS2307742424	Intesa SanPaolo S.p.A. and UniCredit S.p.A. Shares	The period from 4 March 2021 (included) to 10 March 2021 (included)	Intesa SanPaolo S.p.A.: EUR 2.2396 UniCredit S.p.A.: EUR 9.1018

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

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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The Certificates have been 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, Lead Manager and Distributor (www.mediobanca.com).

11 March 2021