



MEDIOBANCA
Banca di Credito Finanziario S.p.A.

MEDIOBANCA

LIMITED LIABILITY COMPANY

CAPITAL EURO 443,640,006.50

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. Share due 28 October 2024”
commercially named**

**“Coupon Lock-In Certificates linked to Intesa Sanpaolo S.p.A. Share”
(the “Certificates”)**

(ISIN Code XS2326502577)

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 31 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
XS2326502577	Intesa Sanpaolo S.p.A. Share	The period from 14 April 2021 (included) to 20 April (included)	Intesa Sanpaolo S.p.A.: EUR 2.2813

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



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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).

21 April 2021