



MEDIOBANCA

LIMITED LIABILITY COMPANY CAPITAL EUR 444,153,715 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 Nexi SpA and Assicurazioni Generali SpA Shares due 24 August 2026"

commercially named

"Phoenix Snowball Worst of Certificates linked to Nexi SpA and Assicurazioni Generali SpA

Shares"

(the "Certificates")

(ISIN Code XS2583175307)

Issuer

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

Lead Manager

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

Distributor

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

In accordance with Paragraph 23 (Underlying Reference Strike Price) – Part A of the Issuer's Final Terms, dated 31 January 2023, 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

 Mediobanca Banca di Credito Finanziario S.p.A.
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 Piazzetta Enrico Cuccia, 1
 of

 20121 Milan, Italy
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 VAT number: 1053/040966
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 Fiscal Code and Registration Number in the Public Register of Companies in Milan, Monza, Brianza, Lodi:
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Mediobanca S.p.A., is registered in the Register of Banks and Parent Company of the Mediobanca Banking Group, enrolled into the Register of the Banking Group with no. 10631.

Member of the Interbank Deposit Protection Fund and the National Guarantee Fund, Enrolled in the Single Register of Insurance and Reinsurance intermediaries.

Share Capital EUR 444,153,715



XS2583175307	Nexi S.p.A. and	13 February 2023,	Nexi S.p.A.: EUR
	Assicurazioni Generali S.p.A.	14 February 2023,	7.826000
		15 February 2023, 16 February 2023 and 17 February 2023	Assicurazioni Generali S.p.A.: EUR 18.297000

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 25 May 2022.

Full information on the Issuer and the Offer can be obtained only on the basis of the combination of the Base Prospectus and the Final Terms. The Base Prospectus each Supplement to the Base Prospectus and the Final Terms are available on the website indicated in the Offering Documentation.

20 February 2023