MEDIOBANCA

LIMITED LIABILITY COMPANY

CAPITAL EUR 444,169,467.50

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 Enel S.p.A. Shares due 21 June 2027"

commercially named

"Knock-in Reverse Convertible Securities linked to Intesa Sanpaolo S.p.A. and Enel S.p.A. Shares due 21 June 2027"

(the "Certificates")

(ISIN Code XS2730628828)

Issuer, Lead Manager and 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 1 December 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 Days	Underlying Reference Strike Price
IT0000072618	Intesa San Paolo S.p.A.	13 December 2023, 14 December 2023, 15	EUR 2.64280

Mediobanca Banca di Credito Finanziario S.p.A.
Piazzetta Enrico Cuccia, 1
20121 Milan, Italy
VAT number: 10536040966
Fiscal Code and Registration Number in the Public Register of Companies in Milan, Monza, Brianza, Lodi: 00714490158
Tel. +39 02 8829 1
Fax +39 02 8829 367
mediobanca.com

IT0003128367	Enel S.p.A.	December 2023, 18 December 2023 and 19 December 2023	EUR 6.67340

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 7 June 2023.

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 and the Final Terms are available on the website indicated in the Offering Documentation.

20 December 2023