



MEDIOBANCA

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Limited company
Share capital fully paid up Euro 435,510,047
Registered office: Piazzetta Enrico Cuccia 1, Milan, Italy
Registered in the Milan Companies' Register
Tax identification code and VAT no. 00714490158
Registered as a bank and a banking group under registration no. 10631.0
Parent company of the Mediobanca S.p.A. banking group

NOTICE OF RESULTS (PROVISIONAL)

of the voluntary partial buyback, up to a maximum aggregate nominal amount of Euro 200.000.000, with the right to increase said amount by a further 15%,
of the following notes issued by Mediobanca - Banca di Credito Finanziario S.p.A. (the "Offeror")

Mediobanca Secondo Atto 5% 2010/2020 subordinato Lower Tier 2 (IT0004645542)

Mediobanca Quarto Atto a Tasso Variabile con Tasso Minimo pari al 4,50% annuo e Tasso Massimo pari al 7,50% annuo 2011/2021 subordinato Lower Tier 2 (IT0004720436)

In accordance with the provisions of Section 3.6 of the Information Document, notice is hereby given of the provisional results of the buybacks made by the Offeror from the start of the Offer Period until today:

| Name of bond issues | ISIN code | ISIN code OPA | Nominal amount in issue as at 15/11/16 | Buyback price (flat quotation) | Nominal amount tendered under the terms of the buyback |
|--|--------------|---------------|--|--------------------------------|--|
| Mediobanca Secondo Atto 5% 2010/2020 subordinato Lower Tier 2 | IT0004645542 | IT0005221061 | Eur 743,966,000 | 109.50% | Eur 114,172,000 |
| Mediobanca Quarto Atto a Tasso Variabile con Tasso Minimo pari al 4,50% annuo e Tasso Massimo pari al 7,50% annuo 2011/2021 subordinato Lower Tier 2 | IT0004720436 | IT0005221079 | Eur 495,800,000 | 107.25% | Eur 87,234,000 |

Offer Acceptance Period
From 22 November 2016 (inclusive) to 2 December 2016 (inclusive)
save in the event of Early Closure

The Information Document governing the terms and conditions of the Offer has been published and is available for consultation on the Offeror's website at www.mediobanca.it/it/mediobanca-buyback-2016.html and the website of Borsa Italiana.

The Information Document has been drawn up voluntarily by the Offeror and is purely informative in its purpose and in application of the provisions of Article 35-bis, para. 4 of Consob's Regulations for Issuers, has not been approved by Consob or by any other authority. Under the applicable regulations there is no obligation to draw up, or deliver, the Information Document to Noteholders or to send it to any authority.

29th November 2016