



Press release

Annual General Meeting of Mediobanca

At the Annual General Meeting of Mediobanca held today, shareholders approved resolutions to:

- ◆ adopt the financial statements for the year ended 30 June 2010;
- ◆ distribute a dividend of €0.17 per share, payable as from 25 November 2010 (shares go ex-rights on 22 November 2010);
- ◆ set the number of Board members at twenty-one;
- ◆ adopt the “Staff remuneration policies document”;
- ◆ adopt a long-term incentivization plan involving the award of performance shares to selected Mediobanca Group staff;
- ◆ to update and amend the resolution adopted by shareholders in a general meeting held on 27 October 2007, authorizing the Board of Directors to dispose of treasury shares *inter alia* on behalf of Mediobanca Group staff.

As extraordinary business, shareholders:

- ◆ amended Article 6, paragraphs 3, 5 and 6, and Articles 7, 10, 12, 14, 28, 29 and 30 of the company’s Articles of Association;
- ◆ authorized the Board of Directors, pursuant to Article 2443 of the Italian Civil Code, for a period of five years and accordingly until 28 October 2015, to increase the company’s share capital free of charge in a nominal amount of up to €10m, via the award, as permitted under Article 2349 of the Italian Civil Code, of no more than 20 million ordinary par value €0.50 shares to be reserved to Mediobanca Group employees in execution of the performance share scheme.

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The draft individual and consolidated financial statements for the year ended 30 June along with the relevant documentation will be made available to the public at the Bank’s head office and the offices of Borsa Italiana S.p.A., and may also be consulted on the Bank’s website at www.mediobanca.it as from tomorrow, 29 October 2010.

The minutes of the Annual General Meeting will also be made available in the same way within the term provided by law.

Milan, 28 October 2010

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