



MEDIOBANCA

LIMITED LIABILITY COMPANY CAPITAL EUR 444,509,680.50 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 RWE AG Share due 3 February 2025"

commercially named

"Knock-in Reverse Convertible Securities linked to RWE AG Share due 3 February 2025"

(the "Certificates")

(ISIN Code XS2752306345)

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 16 January 2024, 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
DE0007037129	RWE AG	24 January 2024, 25 January 2024 and 26 January 2023	EUR 35.923333

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

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

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 444,509,680.50



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 each Supplement to the Base Prospectus and the Final Terms are available on the website of the Issuer and Lead Manager www.mediobanca.com and on the website of the Distributor www.mediobanca.com.

29 January 2024