



Key Information Document

Purpose

This document provides you with key information about this investment product. It is not marketing material. The information is required by law to help you understand the nature, risks, costs, potential gains and losses of this product and to help you compare it with other products.

Product: KNOCK-IN REVERSE CONVERTIBLE SECURITIES LINKED TO ORANGE SA SHARES DUE 15 NOVEMBER 2022

ISIN: XS2080549889

Issuer: Mediobanca International (Luxembourg) S.A.

Manufacturer and guarantor: Mediobanca - Banca di Credito Finanziario S.p.A.

Website: www.mediobancaint.lu (Issuer) / www.mediobanca.com (Manufacturer)

Competent Authority: CSSF (Issuer) / Consob (Manufacturer)

For more information call: +39 02 8829.1.

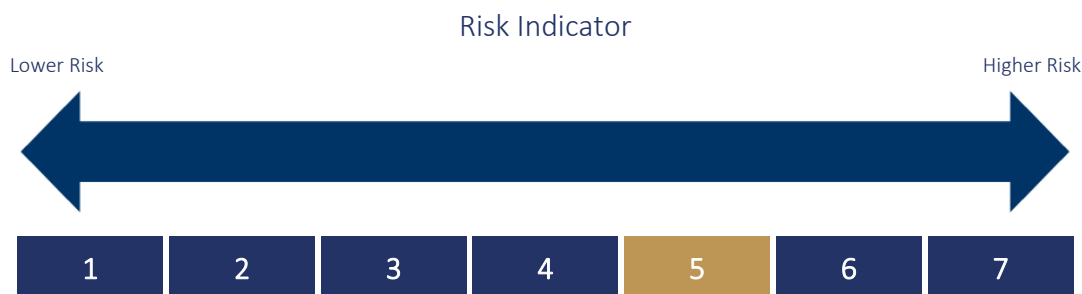
KID production date: 21/11/2019

You are about to purchase a product that is not simple and may be difficult to understand.

What is this product?

- **Type:** Knock-in Reverse Convertible Securities in Euro (EUR)
- **Objectives:** This product is linked to the performance of the Reference Underlying. The product has a pre-defined termination date and is designed to provide on the Settlement Date a redemption amount, to be determined on the Settlement Valuation Date, save an automatic early redemption in case of an Automatic Early Settlement Event on an Automatic Early Settlement Valuation Date. If an Automatic Early Settlement Event occurred the Certificates will be early redeemed and investors will receive, on the fifth business day following the relevant Automatic Early Settlement Valuation Date, a cash settlement amount equal to 100 per cent of the Notional Amount per Certificate. If an Automatic Early Settlement Event does not occur, investors will receive a cash settlement amount determined on the Settlement Valuation Date as follows:
 - If the Final Reference Level of the Underlying Reference is greater than or equal to the Knock-In Level, investors will receive, on the Settlement Date, a cash settlement amount equal to the 100 per cent. of the Notional Amount;
 - if the Final Reference Level of the Underlying Reference is below the Knock-In Level, investors will receive, on the Settlement Date, a cash settlement amount equal to the Notional Amount multiplied by the Underlying Reference Performance determined as at the Settlement Valuation Date. In this case, investors would incur in a partial or total loss of the Notional Amount invested.Furthermore, the Certificates give right to receive a Remuneration Rate on the relevant Remuneration Payment Date if the Snowball Event occurs on the relevant Remuneration Valuation Date. Otherwise, if the Snowball Event has not occurred, investors have the right to receive a Remuneration Rate, plus any Remuneration Rate unpaid before, on the following Remuneration Valuation Date in which the Snowball Event occurs.
Reference Underlying: Orange SA Notional Amount: EUR 1,000 Issue Price: EUR 1,000
Strike Date: 8 November 2019 Issue Date: 18 November 2019 Settlement Valuation Date: 8 November 2022 Settlement Date: 15 November 2022
Performance: is calculated as the percentage of the ratio of the Final Reference Level of the Underlying Reference to the Initial Reference Level on the Settlement Valuation Date, on the Automatic Early Settlement Valuation Date and on the Remuneration Valuation Date; Final Reference Level: the Official Closing Level of the Underlying Reference on the Settlement Valuation Date, on the Automatic Early Settlement Valuation Date and on the Remuneration Valuation Date; Initial Reference Level: the Official Closing Level of the Reference Underlying on the Strike Date; Automatic Early Settlement Event: if on any Automatic Early Settlement Valuation Date, the Final Reference Level is greater than or equal to the Automatic Early Settlement Level; Automatic Early Settlement Level: 100 per cent. ; Automatic Early Settlement Valuation Date: Quarterly frequency from 8 May 2020 (included) until 8 August 2022 (included); Knock-In Level: 80 per cent of the Initial Reference Value; Snowball Event: if the Final Reference Level is greater than or equal to the Snowball Level at the relevant Remuneration Valuation Date; Snowball Level: 80 per cent of the Initial Reference Level; Remuneration Valuation Date: quarterly, from 10 February 2020 (included) until 8 November 2022 (included); Remuneration Payment Date: fifth business day following the relevant Remuneration Valuation Date. The last Remuneration Payment Date shall fall on the Settlement Date. Remuneration Rate: 1.825 per cent.; Business Day Convention: Following. All dates are subject to the Business Day Convention
Listing: Multilateral Trading Facility - EuroTLX
- In comparing the product with other similar instruments, account should be taken of the recommended holding period of each instrument, which is determined based on their individual characteristics.
- **Intended retail investor:** This product is addressed to retail clients with the following characteristics: (i) informed knowledge of financial markets, related risks and reference market of Underlying Instrument; (ii) accepts capital loss up to the Notional Amount of each Security; (iii) has a tolerance to risk which is equal or superior to that expressed by the Risk Indicator; (iv) has a medium-term investment time horizon; (v) wishes to invest in a product which pursues the objectives of possibly distributing a periodical return.
- **Maturity Date:** 15/11/2022

What are the risks and what could I get in return?



The risk indicator assumes you keep the product until 15/11/2022.

- The summary risk indicator is a guide to the level of risk of this product compared to other products. It shows how likely it is that the product will lose money because of movements in the markets or because we are not able to pay you.
- We have classified this product as 5 out of 7, which is a medium-high risk class.
- This rates the potential losses from future performance at a medium-high level, and poor market conditions are unlikely to impact the capacity of issuer to pay you.
- This product does not include any protection from future market performance so you could lose some or all of your investment.
- If the issuer is not able to pay you what is owed, you could lose your entire investment.

Performance Scenarios

Market developments in the future cannot be accurately predicted. The scenarios shown are only an indication of some of the possible outcomes based on recent returns. Actual returns could be lower.

Investment € 10,000 Scenarios		1 year	3 years
Stress Scenario	What might get back after costs	€ 6,248.99	€ 4,457.21
	Average return each year	-37.51%	-23.75%
Unfavourable scenario	What might get back after costs	€ 7,921.73	€ 8,535.39
	Average return each year	-20.78%	-5.17%
Moderate scenario	What might get back after costs	[*] € 10,306.99	[*] € 10,306.99
	Average return each year	3.07%	1.02%
Favourable scenario	What might get back after costs	[*] € 10,488.47	[*] € 11,214.38
	Average return each year	4.88%	3.92%

[*] Indicates a scenario in which the product has been called.

- This table shows the money you could get back over the next 3 years, under different scenarios, assuming that you invest EUR 10,000.
- The scenarios shown illustrate how your investment could perform. You can compare them with the scenarios of other products.
- The scenarios presented are an estimate of future performance based on evidence from the past, and are not an exact indicator. What you get will vary depending on how the market performs and how long you keep the investment/product.
- The stress scenario shows what you might get back in extreme market circumstances, and it does not take into account the situation where we are not able to pay you.
- The figures shown include all the costs of the product itself, but may not include all the costs that you pay to your advisor or distributor. The figures do not take into account your personal tax situation, which may also affect how much you get back.

What happens if the issuer is unable to pay out?

Should Mediobanca International (Luxembourg) S.A. default or file for bankruptcy, investors have the right to seek payment from Mediobanca – Banca di Credito Finanziario S.p.A. of all amount due pursuant to a direct, unconditional, unsubordinated and unsecured guarantee. The product is not covered by any statutory investor compensation or guarantee scheme. Should Mediobanca - Banca di Credito Finanziario S.p.A default or file for bankruptcy, the investors may then lose all their investment. The product is not covered by the guarantee of the Italian Bank Deposit Protection Fund (Fondo Interbancario di Tutela dei Depositi). Both Mediobanca International (Luxembourg) S.A., the Issuer, and Mediobanca - Banca di Credito Finanziario S.p.A., the Guarantor, are licensed as credit institution respectively in Luxembourg and in Italy and, as such, are subject to the resolution regime introduced by the EU Bank Recovery and Resolution Directive n. 59 of 15 May 2014 as implemented in Luxembourg and in Italy (the "BRRD"). As a result of the implementation of BRRD, investors may be subject to write-down, with the possibility of the nominal value of the financial instruments and the guarantee being cancelled, or conversion into equity on any application of the bail-in tool. Therefore, through the exercise of any power under the BRRD, investors may suffer the write-down, cancellation or conversion into equity, on a permanent basis, of their investment, even if there is no formal declaration of insolvency by the Issuer and/or the Guarantor.



What are the costs?

Cost over time

The product costs are calculated as the result of the issue price less the fair value.

The fair value of the instrument is deductible from its market values or, if not available, from the value of financial instrument having similar characteristics, or alternatively by estimation using mathematical models. After the Issue Date, costs are equal to the mid price between the bid price and ask price.

The Reduction in Yield (RIY) shows what impact the total costs you pay will have on the investment return you might get. The total costs take into account one-off, ongoing and incidental costs. The amounts shown here are the cumulative costs of the product itself, for 2 different holding periods. They include potential early exit penalties. The figures assume you invest EUR 10,000. The figures are estimates and may change in the future.

The person selling you or advising you about this product may charge you other costs. If so, this person will provide you with information about these costs, and show you the impact that all costs will have on your investment over time.

Investment € 10,000 Scenarios	If you cash in after 1 year	(Recommended Holding Period)
Total costs	€ 98.04	€ 98.04
Impact on return (RIY) per year	1.02%	0.33%

Composition of costs

The table below shows:

- The impact each year of the different types of costs on the investment return you might get at the end of the recommended holding period.
- What the different cost categories mean.

This table shows the impact on return per year		
One-off costs	Entry costs	0.33% The impact of the costs already included in the price.
	Exit costs	0.00% The impact of the costs of exiting your investment.
Ongoing costs	Portfolio transaction costs	0.00% The impact of the costs of us buying and selling underlying investments for the product.
	Other ongoing costs	0.00% The impact of the costs that we take each year for managing your investments.

How long should I hold it and can I take money out early?

Recommended holding period: 3 years

The recommended holding period coincides with the Maturity Date. In normal market conditions, you could sell this product on the secondary market, at a price which depends on the parameters prevailing on the markets at the time and which could be lower than the capital invested.

Mediobanca International (Luxembourg) S.A. does not charge penalties in the event of disinvestment before expiry. If you decide to sell the product, a spread of 1.00% would be charged to the sale price which could increase in particular market conditions. In this case, Mediobanca - Banca di Credito Finanziario S.p.A. is not obliged to ensure a secondary market and you could not be able to negotiate the product.

How can I complain?

The investor may submit a complaint about the product or the conduct of Mediobanca International (Luxembourg) S.A., as issuer of the product, by sending (i) a registered letter with return receipt to the bank's address at 4 Boulevard Joseph II, L - 1840 Luxembourg; or (ii) by sending an email to mblux.compliance@mediobancaint.lu.

Mediobanca International (Luxembourg) S.A. shall respond within one month from the receipt of the complaint. If Mediobanca International (Luxembourg) S.A. is not able to respond within this period, it must communicate to the client in writing the date by which it commits to do so. In the event that Mediobanca International (Luxembourg) S.A. considers the complaint unfounded, Mediobanca International (Luxembourg) S.A. shall provide a clear and exhaustive explanation of the reasons for rejection.

If within one year of the submission of the complaint, the client (i) has not received a reply from Mediobanca International (Luxembourg) S.A. within one month or (ii) believes the response is unsatisfactory, the client, prior to take any legal action, may file a formal complaint to the CSSF - Commission de Surveillance du Secteur Financier. Further information is available on Mediobanca International (Luxembourg) S.A. website: <https://www.mediobancaint.lu/en/complaints.html/>

If the investor wishes to submit a complaint about the conduct of the product distributor or the investment advisor, the investor shall ask to the aforesaid subjects how to lodge a complaint.

Other relevant information

The information contained in this document does not supersede and shall not replace the information contained in the Base Prospectus and Final Terms, the Supplement to the Base Prospectus and Conditions and is to be read in conjunction with these documents and those made available by Mediobanca International (Luxembourg) S.A. and Mediobanca - Banca di Credito Finanziario S.p.A., on their relevant websites (<https://www.mediobancaint.lu> and <https://raccoltaproprietaria.mediobanca.it>), in compliance with the regulations applicable and in force from time to time.