



MEDIOBANCA

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LIMITED LIABILITY COMPANY

CAPITAL EURO 443,126,470

REGISTERED OFFICE IN MILAN - PIAZZETTA ENRICO CUCCIA, 1

REGISTERED IN THE PUBLIC REGISTER OF COMPANIES IN MILAN

TAX CODE AND VAT NUMBER 00714490158

REGISTERED IN REGISTER OF BANKS AND BANKING GROUPS WITH NO. 10631.0

PARENT COMPANY OF MEDIOBANCA BANKING GROUP

NOTICE TO SECURITYHOLDERS

relating to the public offer of

“Issue of Up to 15,000 Memory Autocallable Certificates linked to EURO STOXX® Oil & Gas Index due 25th May 2020”

(the “Certificates”)

issued under the

Issuance Programme

SERIES NO: 61

TRANCHE NO: 1

ISIN CODE: XS1575992679

Issuer, Lead Manager and Calculation Agent

MEDIOBANCA - Banca di Credito Finanziario S.p.A.

Distributor

Che Banca! S.p.A.

Pursuant to Part A of the Final Terms dated 5 April 2017 relating to the Issue of the Certificates referred to above, the Issuer hereby gives notice that:

- on the first Remuneration Payment Date (18 May 2018) the Certificates have been automatically redeemed early.

Therefore, on the automatic early redemption date of 23 May 2018, Certificates will correspond the Cash Settlement Amount according to Part A paragraph 8 (xii) of the Final Terms. No further payment shall be due in respect of the Certificates.

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



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The Certificates have been issued under the "Issuance Programme" (the "**Base Prospectus**") approved by the Central Bank of Ireland (the competent Irish Authority) on 16th March 2017. The Final Terms have been transmitted to Consob on 5th April 2017.

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 of the Issuer and Lead Manager (www.mediobanca.com) and on the website of the Distributor (www.chebanca.it).

21 May 2018