MEDIOBANCA

LIMITED LIABILITY COMPANY
CAPITAL EURO 443,583,088.50
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 OF RESULTS OF THE OFFER

relating to the public offer of

Issue of up to Euro 60,000,000 Fixed Step-up Rate Notes due 29 March 2025

(the "Notes")

issued under the

Euro 40,000,000,000

Euro Medium Term Note Programme

SERIES NO: 554

TRANCHE NO: 1

ISIN CODE: XS1946867907

Issuer and Lead Manager

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

Distributors

MEDIOBANCA - Banca di Credito Finanziario S.p.A. and **CheBanca! S.p.A.**

In accordance with Paragraph 10 (*Terms and Conditions of the Offer*) - Part B of the Issuer's Final Terms dated 11 February 2019, it is hereby stated as follows:

(i) the Offer Period for the captioned Notes ended on 26 March 2019;
(ii) during the Offer Period no. 2,195 applications imputable to no. 2,140 applicants have been received;
(iii) all the Notes requested will be allotted on the Issue Date;

(iv) the Aggregate Nominal Amount of the Notes effectively placed is equal to Euro 50,324,000, represented by no. 50,324 Notes having each a nominal amount per Notes of Euro 1,000;

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

The Notes will be issued under the "Mediobanca – Banca di Credito Finanziario S.p.A. and Mediobanca International (Luxembourg) S.A. Euro Medium Term Note Programme, guaranteed in the case of Notes issued by Mediobanca International (Luxembourg) S.A. by Mediobanca – Banca di Credito Finanziario S.p.A." (the **"Base Prospectus"**) approved by the Central Bank of Ireland (the competent Irish Authority) on 21st December 2018. The Final Terms have been transmitted to Consob on 12 February 2019.

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 Distributors (www.mediobanca.com) and (www.chebanca.it).

28 March 2019