

Notice to the Noteholders

"Euro 700,000,000 Lower Tier II Subordinated Floating Rate Notes due 2016" ISIN Code XS0270008864 (the "Notes")

With reference to the above issue, MEDIOBANCA - Banca di Credito Finanziario S.p.A. in accordance with condition 4(d) "Redemption at the option of the Issuer" of the relevant Terms and Conditions of the Notes in the Prospectus dated 9 October 2006, having obtained the prior approval of the Bank of Italy, will exercise its option to early redeem in whole the Notes on 11 October 2011.

The early redemption of the Notes will be at their principal amount and the interests shall cease to accrue on the date fixed for redemption.

Milan, 9 September 2011

MEDIOBANCA S.p.A.