MEDIOBANCA
Banca di Credito Finanziario S.p.A.

MEDIOBANCA

LIMITED LIABILITY COMPANY
CAPITAL EUR 444,680,575
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 N.4753
SUBJECT TO DIRECTION AND COORDINATION OF BANCA MONTE DEI PASCHI DI SIENA S.P.A.
MONTE DEI PASCHI DI SIENA GROUP REGISTERED IN REGISTER OF BANKING GROUPS WITH NO. 1030

NOTICE TO SECURITYHOLDERS

relating to the

Issue of up to 2,000 Certificates "Knock-in Reverse Convertible Securities linked to Synopsys Inc and Exxon Mobil Corporation due 7 December 2026"

commercially named

"Knock-in Reverse Convertible Securities linked to Synopsys, Inc. and Exxon Mobil Corporation Shares due 7 December 2026"

issued under the
Issuance Programme

SERIES NO: 1245
TRANCHE NO: 1
ISIN CODE: XS2943571732

Issuer and Dealer

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

The Issuer informs Securityholders that, with reference to Paragraph 23 (*Final Payout*) Part A of the Issuer's Final Terms dated 14 November 2024, the "Strike Percentage" to be used in the "Put" formula for the calculation of the Final Payout shall be deemed to be **equal to 100%**.
Therefore, as stated in Summary Note (section "Rights attached to the Securities"), if a Knock-in Event has occurred on the Knock-in Determination Day, the Cash Settlement Amount will be calculated by multiplying (i) 142.857143 per cent. by the product of (ii) Notional amount per Security and the worst performing Underlying.

The Issuer also informs Securityholders about the following manifest error relating to the Paragraph 31(a) (Share Securities - Share(s)/Share Company/Basket Company/GDR/ADR) Part A of the Final Terms mentioned above.

- The Final Terms are laying out as follows:

31(a). Share(s)/Share Company/Basket Company/GDR/ADR:	The Securities are linked to the performance of 2 Shares (each an "Underlying Reference^k" and together the "**Basket of Indices**") as set out in the table below

With this Notice, the Issuer advises Securityholders that Paragraph 31(a) (iii), Part A, of the Issuer's Final Terms is now amended as follows:

31(a). Share(s)/Share Company/Basket Company/GDR/ADR:	The Securities are linked to the performance of 2 Shares (each an "Underlying Reference^{k}" and together the "**Basket of Shares**") as set out in the table below

All other terms and conditions of the Final Terms remain unchanged.
The Issuer also informs the Securityholders that a new version of the courtesy Italian translation of the Final Terms has been published, which amends and replaces the previous one.

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

The Certificates have been issued under the "Issuance Programme" (the "Base Prospectus") approved by the Central Bank of Ireland (the competent Irish authority) on 6 June 2024.

Full information on the Issuer and the Certificates 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 websites indicated in the Offering Documentation.

9 February 2026