



MEDIOBANCA INTERNATIONAL (LUXEMBOURG) S.A.
(the *Issuer*)

NOTICE OF EARLY REDEMPTION

To the holders of the:

EUR 27,000,000 Fund-linked Extendible Notes Series 53 Tranche 1
Under the
Euro 16,000,000,000
Euro Medium Term Note Programme

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

(ISIN: XS0284268447)

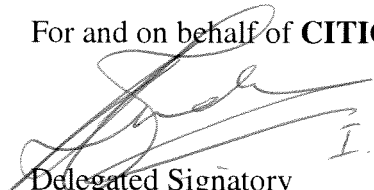
of the Issue presently outstanding EUR 10,000,000
(the *Noteholders* and the *Notes* respectively).

Reference is made to the Notes. Capitalised terms used herein have the meanings defined in the terms and conditions of the Notes except as otherwise defined below.

NOTICE IS HEREBY GIVEN to the Noteholders that, pursuant to the decision of Citigroup Alternative Investments LLC to mandatorily redeem shares of and thereby terminate the TOB Fund effective November 30, 2012, Citigroup Global Markets Limited, in its role as Calculation Agent of the Notes, has determined that an Extraordinary Fund Event with respect to the Notes has occurred. Pursuant to paragraph 5.2 of the Annex to the Final Terms relating to the Notes, the Calculation Agent has also determined that no adjustment that it could make would produce a commercially reasonable result and accordingly the Notes shall be redeemed in full on December 31, 2012.

This Notice is given by
Citigroup Global Markets Limited
33 Canada Square
Canary Wharf
London
E14 5LB

For and on behalf of **CITIGROUP GLOBAL MARKETS LIMITED** :


I. RAJARATNAM
Delegated Signatory
Dated: November 21, 2012