



MEDIOBANCA

Press release

Chairman of parties to shareholders' agreement

At a general meeting held on 17 September 2013, with Mr Angelo Casò in the chair, the parties to the Mediobanca shareholders' agreement:

- ◆ reviewed the company's results as presented in its financial statements and discussed in a separate press release
- ◆ authorized the Unipol-Fondiaria SAI group to desyndicate 33,019,886 Mediobanca shares (representing 3.83% of the company's share capital) from the agreement ahead of expiry, in view of the stake being sold in accordance with the obligation imposed following the ruling issued by the antitrust authorities

As a result of the above, the overall percentage of shares syndicated to the agreement will fall from 42.03% to approx. 38.19% of the share capital.

Without prejudice to the 30 September 2013 deadline, no notices of intention to withdraw from the agreement have so far been received.

With reference to the ordinary annual general meeting to be held on 28 October 2013, at which shareholders will be asked, among other things, to adopt a resolution required under Article 6, para. 2, of Italian Ministerial Decree 161/98 as to the possible dismissal of director Marco Tronchetti Provera, the parties in attendance resolved that the situation that has arisen is not such as to affect the continuing relationship of trust with the director concerned.

Finally, the parties established that the current Steering Committee will remain in office until the first general meeting of parties to take place after the shareholders' agreement expires (on 31 December 2013).

Milan, 17 September 2013