



MEDIOBANCA
Banca di Credito Finanziario S.p.A.

Press release issued by Statutory Audit Committee of Mediobanca

Ahead of the Annual General Meeting of shareholders called to take place on 28 October 2011 in order to reappoint the company's governing bodies, a meeting of the Statutory Audit Committee of Mediobanca was held today to formalize, following the outcome of the sessions held on 12, 13, 19 and 20 October 2011, the Committee's considerations - *inter alia* at Consob's request – regarding the nature of the relations between Fondazione Cariverona, UniCredit and Mediobanca and their relevance to the provisions of Article 148, paragraph 2, of the Italian Consolidated Finance Act and the Consob regulations enacting it. The Statutory Audit Committee conducted its own enquiries, obtaining independent opinions from Professors Giuseppe B. Portale and Vincenzo Cariello. In carrying out its enquiries, the Statutory Audit Committee assessed a series of indicators of potential relations between Fondazione CariVerona and UniCredit, and concluded that the set of such indicators considered as a whole was such as to represent, based on a presumptive assessment, the concept of affiliation defined in Article 148, paragraph 2, of the Italian Consolidated Finance Act. The conclusions reached by the Statutory Audit Committee were supported by those reached in the independent opinions by Professors Portale and Cariello.

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