

*This is an English translation of the original Italian document. In cases of conflict between the English language document and the Italian document, the interpretation of the Italian language document prevails.*

**Extract of the Shareholders' agreement published pursuant to art. 122 of Legislative Decree no. of 24 February 1998 no. 58 ("Consolidated Law") and articles 127 et seq. of Consob Regulation no. 11971 of 14 May 1999 and subsequent amendments ("Consob Regulation")**

Notice is hereby given that on 11 November 2024, Fondazione Compagnia di San Paolo, Fondazione Cariplo, Fondazione Cassa di Risparmio di Firenze, Fondazione Cassa di Risparmio di Padova e Rovigo, Fondazione Cassa di Risparmio in Bologna and Fondazione Cassa di Risparmio di Cuneo signed a shareholders' agreement pursuant to art. 122, 1st and 5th paragraphs letter a) of the Consolidated Law concerning prior consultation, the presentation and vote, at the Shareholders' Meeting of Intesa Sanpaolo S.p.A. expected to take place by April 2025 (or for such other date as may be set or postponed), of a joint list for the appointment of the Board of Directors and the Management Control Committee of Intesa Sanpaolo S.p.A. for the financial years 2025/2026/2027, for the determination of the number of directors within the maximum limit of the Articles of Association and for the proposal concerning the related remuneration, as well as for the proposal and appointment as Chairman and Deputy Chairman respectively of the first and second names indicated in the joint list (the "**Shareholders' Agreement**").

The Shareholders' Agreement was subject to the issuance of the authorization of the European Central Bank (ECB) provided for by Articles 19 and 22 bis of Legislative Decree no. 385 of 1 September 1993 – "Consolidated Law on Banking and Credit" and by Chapter IV of the "Provisions on the ownership structure of banks and other intermediaries" of July 2022, adopted by the Bank of Italy in implementation of the aforementioned rules; the aforesaid authorization of the European Central Bank was notified to the Parties on 18th February 2025, with the effect of making the Shareholders' Agreement effective from the same date.

**Agreement Type**

The Shareholders' Agreement contains provisions concerning the prior consultation and exercise of voting rights at the shareholders' meeting expected to take place by April 2025 (or for a different date that may be set or postponed) of Intesa Sanpaolo S.p.A.

**Financial instruments covered by the Shareholders' Agreement**

The Shareholders' Agreement aggregates a total of no. 3,182,405,103 ordinary shares of Intesa Sanpaolo S.p.A. held by the Parties, representing 17.8749% of the share capital.

**Website for the publication of essential information pursuant to art. 130 of the CONSOB regulation**

The information necessary for a thorough evaluation of the Shareholders' Agreement is published on the following website: [www.compagniadisanpaolo.it](http://www.compagniadisanpaolo.it)