

## CONVOCAZIONE OF THE SHAREHOLDERS' MEETING

Shareholders are summoned for the Ordinary Shareholders' Meeting to be held in the Palazzo of Piazza San Carlo in Torino, with entrance from number 158, at 11:00 a.m. on 28th April 2008 on first call and at the same time on 30th April 2008 on second call, to debate and resolve upon the following

Agenda of the meeting:

1. Proposal for the allocation of net income for financial year ended as at 31st December 2007 and for dividend distribution;
2. Substitution of Supervisory Board Members.

As concerns point 2 in the agenda of the meeting, please note that the provisions of the Articles of Association as concerns the substitution of Supervisory Board Members apply; in accordance with art. 23.9 of the Articles of Association, since it is not possible to refer to the lists presented at the time of election of the components of the Supervisory Board currently in office, since all candidates presented at the time have been elected, the relevant resolution will be made on the basis of the simple majority of votes cast on proposal put forward by Shareholders present.

In accordance with Art. 9.1 of the Articles of Association, participation in the Meeting is limited to shareholders with the right to vote provided a notice by the authorised intermediary certifying their voting rights is given to the Company within the time envisaged for the commencement of the Shareholders' Meeting on first call.

To facilitate entry to the Meeting, Shareholders are kindly requested to arrive with a copy of the above-mentioned notice.

In accordance with Art. 82 of the Regulation approved with Consob Resolution No. 11971/1999 and subsequent amendments and integrations, the drafts of the Parent Company financial statements and the consolidated financial statements as at 31st December 2007, approved by the Management Board on 20 March 2008, together with the Independent Auditors' Report ex art. 156 of Legislative Decree No. 58/1998, are available at the Company's Registered office and at Borsa Italiana S.p.A.

In compliance with regulations in force the Report of the Supervisory Board will be made available to the public in the same way at least fifteen days before the Shareholders' Meeting.

The reports on the proposals concerning the matters in the agenda of the meeting will be deposited in the same way and within the same terms.

Shareholders may obtain a copy of the above-mentioned documents.

For the Management Board  
Chairman Enrico Salza

### INFORMATION FOR SHAREHOLDERS

*Meeting documents may be found on the website [www.intesasanpaolo.com](http://www.intesasanpaolo.com) or requested from the following addresses: fax +39 011 555 6396, +39 02 8794 3123; e-mail: [segreteria.societaria@intesasanpaolo.com](mailto:segreteria.societaria@intesasanpaolo.com), [investor.relations@intesasanpaolo.com](mailto:investor.relations@intesasanpaolo.com).*

*The Company Secretariat and Investor Relations are available for further information (ph. +39 011 555 6227, +39 02 8794 3571, from 8.30 a.m. to 5 p.m.). ADR Holders, please contact The Bank of New York Mellon toll-free at +1 888 BNY ADRS (+1 888 269 2377). International callers may contact The Bank of New York Mellon at +1 201 680 6825.*

*Shareholders are kindly requested to arrive at the Meeting before the time of convocation to facilitate entry procedures and therefore allow the meeting to begin punctually.*