

SUMMARY REPORT OF VOTES (article 125-quater, paragraph 2, Consolidated Law on Finance - TUF)

Shareholders' Meeting 29 April 2022 - Ordinary part

	Number of shares	% of ordinary shares in attendance at the meeting	% of share capital
Item 1 on the agenda: 2021 financial statements			
a) Approval of the Parent Company's 2021 financial statements			
<i>Votes in favour</i>	10.842.548.361	99,62661	55,80180
<i>Votes against</i>	9.685.722	0,08900	0,04985
<i>Abstentions</i>	30.283.081	0,27825	0,15585
<i>Shares in relation to which the vote has not been cast</i>	668.296	0,00614	0,00344
Total	10.883.185.460	100,00000	56,01094 (1)
b) Allocation of net income for the year and distribution to shareholders of dividend and part of the Share Premium Reserve			
<i>Votes in favour</i>	10.846.974.251	99,66727	55,82458
<i>Votes against</i>	34.889.586	0,32059	0,17956
<i>Abstentions</i>	653.327	0,00600	0,00336
<i>Shares in relation to which the vote has not been cast</i>	668.296	0,00614	0,00344
Total	10.883.185.460	100,00000	56,01094 (2)
Item 2 on the agenda: Resolutions in respect of the Board of Directors pursuant to Articles 13 and 14 of the Articles of Association			
a) Determination of the number of Board Directors for the financial years 2022/2023/2024			
<i>Votes in favour</i>	10.436.823.637	95,88575	53,71371
<i>Votes against</i>	385.488.317	3,54158	1,98394
<i>Abstentions</i>	62.333.148	0,57267	0,32080
<i>Shares in relation to which the vote has not been cast</i>	0	0,00000	0,00000
Total	10.884.645.102	100,00000	56,01845 (3)
b) Appointment of Board Directors and members of the Management Control Committee for the financial years 2022/2023/2024, on the basis of slates of candidates submitted by shareholders			
<i>Slate 1 ^(*)</i>	8.328.594.918	76,51463	42,86359
<i>Slate 2 ^(**)</i>	2.477.729.918	22,76285	12,75178
<i>Votes against</i>	23.262.846	0,21372	0,11972
<i>Abstentions</i>	41.397.019	0,38031	0,21305
<i>Shares in relation to which the vote has not been cast</i>	13.985.796	0,12849	0,07198
Total	10.884.970.497	100,00000	56,02013 (4)
c.1) Election of the Chairman and one or more Deputy Chairpersons of the Board of Directors for the financial years 2022/2023/2024: - Election of the Chairman			
<i>Votes in favour</i>	10.540.605.474	96,85511	54,24783
<i>Votes against</i>	265.744.267	2,44186	1,36767
<i>Abstentions</i>	65.636.939	0,60312	0,33780
<i>Shares in relation to which the vote has not been cast</i>	10.873.296	0,09991	0,05596
Total	10.882.859.976	100,00000	56,00927 (5)
c.2) Election of the Chairman and one or more Deputy Chairpersons of the Board of Directors for the financial years 2022/2023/2024: - Election of one or more Deputy Chairpersons			
<i>Votes in favour</i>	10.540.605.474	96,85511	54,24783
<i>Votes against</i>	265.744.267	2,44186	1,36767
<i>Abstentions</i>	65.636.939	0,60312	0,33780
<i>Shares in relation to which the vote has not been cast</i>	10.873.296	0,09991	0,05596
Total	10.882.859.976	100,00000	56,00927 (6)
Item 3 on the agenda: Remuneration			
a) Remuneration policies in respect of Board Directors			
<i>Votes in favour</i>	10.552.656.199	96,96294	54,30985
<i>Votes against</i>	303.592.704	2,78955	1,56246
<i>Abstentions</i>	26.268.261	0,24137	0,13519
<i>Shares in relation to which the vote has not been cast</i>	668.296	0,00614	0,00344
Total	10.883.185.460	100,00000	56,01094 (7)

b) Determination of the remuneration of Board Directors pursuant to Articles 16.2 and 16.3 of the Articles of Association			
<i>Votes in favour</i>	10.601.073.348	97,41073	54,55904
<i>Votes against</i>	271.200.626	2,49200	1,39575
<i>Abstentions</i>	9.917.706	0,09113	0,05104
<i>Shares in relation to which the vote has not been cast</i>	668.296	0,00614	0,00344
Total	10.882.859.976	100,00000	56,00927 (8)
c) Report on remuneration policy and compensation paid: Section I - Remuneration and incentive policies of the Intesa Sanpaolo Group for 2022			
<i>Votes in favour</i>	9.239.316.646	84,89533	47,55068
<i>Votes against</i>	1.530.656.766	14,06442	7,87761
<i>Abstentions</i>	112.543.752	1,03411	0,57921
<i>Shares in relation to which the vote has not been cast</i>	668.296	0,00614	0,00344
Total	10.883.185.460	100,00000	56,01094 (9)
d) Report on remuneration policy and compensation paid: non-binding resolution on Section II - Disclosure on compensation paid in the financial year 2021			
<i>Votes in favour</i>	9.409.020.104	86,45465	48,42406
<i>Votes against</i>	1.160.595.854	10,66412	5,97307
<i>Abstentions</i>	312.901.206	2,87509	1,61036
<i>Shares in relation to which the vote has not been cast</i>	668.296	0,00614	0,00344
Total	10.883.185.460	100,00000	56,01094 (10)
e) Approval of the 2022 Annual Incentive Plan based on financial instruments			
<i>Votes in favour</i>	10.462.418.857	96,13379	53,84544
<i>Votes against</i>	325.224.347	2,98832	1,67379
<i>Abstentions</i>	89.289.960	0,82044	0,45954
<i>Shares in relation to which the vote has not been cast</i>	6.252.296	0,05745	0,03218
Total	10.883.185.460	100,00000	56,01094 (11)
f) Approval of the 2022-2025 Performance Share Plan Long-term Incentive Plan reserved for the Management of the Intesa Sanpaolo Group			
<i>Votes in favour</i>	10.462.967.709	96,13884	53,84827
<i>Votes against</i>	326.293.221	2,99813	1,67929
<i>Abstentions</i>	87.672.234	0,80558	0,45121
<i>Shares in relation to which the vote has not been cast</i>	6.252.296	0,05745	0,03218
Total	10.883.185.460	100,00000	56,01094 (12)
g) Approval of the 2022-2025 LECOIP 3.0 Long-term Incentive Plan reserved for the Professionals of the Intesa Sanpaolo Group			
<i>Votes in favour</i>	10.670.019.149	98,04132	54,91387
<i>Votes against</i>	118.865.120	1,09219	0,61175
<i>Abstentions</i>	88.048.895	0,80904	0,45315
<i>Shares in relation to which the vote has not been cast</i>	6.252.296	0,05745	0,03218
Total	10.883.185.460	100,00000	56,01094 (13)
Item 4 on the agenda: Own shares			
a) Authorisation to purchase own shares for the annulment of a maximum number of 2,615,384,615 own shares			
<i>Votes in favour</i>	10.489.321.083	96,38098	53,98390
<i>Votes against</i>	316.444.133	2,90764	1,62860
<i>Abstentions</i>	71.167.948	0,65393	0,36627
<i>Shares in relation to which the vote has not been cast</i>	6.252.296	0,05745	0,03218
Total	10.883.185.460	100,00000	56,01094 (14)
b) Authorisation to purchase and dispose of own shares to serve Incentive Plans			
<i>Votes in favour</i>	10.497.450.718	96,45568	54,02574
<i>Votes against</i>	361.790.680	3,32431	1,86198
<i>Abstentions</i>	17.691.766	0,16256	0,09105
<i>Shares in relation to which the vote has not been cast</i>	6.252.296	0,05745	0,03218
Total	10.883.185.460	100,00000	56,01094 (15)
c) Authorisation to purchase and dispose of own shares for trading purposes			
<i>Votes in favour</i>	10.755.811.599	98,82963	55,35540
<i>Votes against</i>	113.845.339	1,04606	0,58591

Abstentions	7.276.226	0,06686	0,03745
Shares in relation to which the vote has not been cast	6.252.296	0,05745	0,03218
Total	10.883.185.460	100,00000	56,01094 (16)

Shareholders' Meeting 29 April 2022 - Extraordinary part

	Number of shares	% of ordinary shares in attendance at the meeting	% of share capital
Item 1 on the agenda: Annulment of own shares with no reduction of the share capital and consequent amendment to Article 5 (Share Capital) of the Articles of Association			
Votes in favour	10.583.794.942	97,24905	54,47011
Votes against	229.244.786	2,10642	1,17982
Abstentions	63.893.436	0,58708	0,32883
Shares in relation to which the vote has not been cast	6.252.296	0,05745	0,03218
Total	10.883.185.460	100,00000	56,01094 (17)

Item 2 on the agenda: Mandate to the Board of Directors, pursuant to Article 2443 of the Italian Civil Code, to approve a share capital increase without payment and with payment pursuant, respectively, to Article 2349, paragraph 1, and Article 2441, paragraph 8, of the Italian Civil Code for the purpose of implementing the 2022-2025 LECOIP 3.0 Long-term Incentive Plan based on financial instruments, referred to under item 3g) of the ordinary part, and consequent amendment to Article 5 (Share Capital) of the Articles of Association

Votes in favour	10.689.457.177	98,21993	55,01391
Votes against	107.070.285	0,98381	0,55104
Abstentions	80.405.702	0,73881	0,41381
Shares in relation to which the vote has not been cast	6.252.296	0,05745	0,03218
Total	10.883.185.460	100,00000	56,01094 (18)

Item 3 on the agenda: Mandate to the Board of Directors, pursuant to Article 2443 of the Italian Civil Code, to approve a share capital increase without payment pursuant to Article 2349, paragraph 1, of the Italian Civil Code for the purpose of implementing the 2022-2025 Performance Share Plan Long-term Incentive Plan based on financial instruments, referred to under item 3f) of the ordinary part, and consequent amendment to Article 5 (Share Capital) of the Articles of Association.

Votes in favour	10.442.210.590	95,94811	53,74144
Votes against	354.316.872	3,25563	1,82351
Abstentions	80.405.702	0,73881	0,41381
Shares in relation to which the vote has not been cast	6.252.296	0,05745	0,03218
Total	10.883.185.460	100,00000	56,01094 (19)

Notes:

(*) 14 Board Directors were appointed from Slate 1, the majority slate submitted by Compagnia di San Paolo, Fondazione Cariplo, Fondazione Cassa di Risparmio di Padova e Rovigo, Fondazione Cassa di Risparmio di Firenze and Fondazione Cassa di Risparmio in Bologna. The members elected were: Gian Maria Gros-Pietro, Paolo Andrea Colombo, Carlo Messina, Franco Ceruti, Paola Tagliavini, Liana Loggiurato, Luciano Nebbia, Bruno Picca, Livia Pomodoro, Maria Alessandra Stefanelli, Bruno Maria Parigi; for the Management Control Committee Fabrizio Mosca, Milena Teresa Motta, Maria Cristina Zoppo

(**) 5 Board Directors were appointed from Slate 2, the minority slate submitted by Allianz Valeurs Durables Sicav, Amundi Asset Management SGR S.p.A., ANIMA SGR S.p.A., ARCA Fondi SGR S.p.A., BancoPosta Fondi S.p.A. SGR, Candriam, Epsilon SGR S.p.A., Eurizon Capital S.A., Eurizon Capital SGR S.p.A., Fidelity Funds, Fideuram Asset Management Ireland, Fideuram Intesa Sanpaolo Private Banking Asset Management SGR S.p.A., Interfund Sicav - Interfund Equity Italy, Fondo Pensione BCC/CRA, Generali Investments Luxembourg S.A., Generali Investments Partners S.p.A. SGR, KAIROS PARTNERS SGR S.p.A., Legal & General Assurance (Pensions Management) Limited, Mediobanca SGR S.p.A. and Mediolanum Gestione Fondi SGR S.p.A.. The members elected were: Daniele Zamboni, Maria Mazzarella, Anna Gatti; for the Management Control Committee Alberto Maria Pisani, Roberto Franchini

Pursuant to art. 135-undecies of TUF the following number of shares were not counted for the calculation of the majority and share capital required to pass the resolution:

- (1) Item n.1 a) on the agenda no 1,785,126 shares, equal to 0.01640% of the shares in attendance at the meeting
- (2) Item n.1 b) on the agenda no 1,785,126 shares, equal to 0.01640% of the shares in attendance at the meeting
- (3) Item n.2 a) on the agenda no 325,848 shares, equal to 0.00299% of the shares in attendance at the meeting
- (4) Item n.2 b) on the agenda no 89 shares, equal to 0.00000% of the shares in attendance at the meeting
- (5) Item n.2 c.1) on the agenda no 2,110,610 shares, equal to 0.001939% of the shares in attendance at the meeting
- (6) Item n.2 c.2) on the agenda no 2,110,610 shares, equal to 0.01939% of the shares in attendance at the meeting
- (7) Item n.3 a) on the agenda no 1,785,126 shares, equal to 0.01640% of the shares in attendance at the meeting
- (8) Item n.3 b) on the agenda no 2,110,610 shares, equal to 0.01939% of the shares in attendance at the meeting
- (9) Item n.3 c) on the agenda no 1,785,126 shares, equal to 0.01640% of the shares in attendance at the meeting
- (10) Item n.3 d) on the agenda no 1,785,126 shares, equal to 0.01640% of the shares in attendance at the meeting
- (11) Item n.3 e) on the agenda no 1,785,126 shares, equal to 0.01640% of the shares in attendance at the meeting
- (12) Item n.3 f) on the agenda no 1,785,126 shares, equal to 0.01640% of the shares in attendance at the meeting
- (13) Item n.3 g) on the agenda no 1,785,126 shares, equal to 0.01640% of the shares in attendance at the meeting
- (14) Item n.4 a) on the agenda no 1,785,126 shares, equal to 0.01640% of the shares in attendance at the meeting
- (15) Item n.4 b) on the agenda no 1,785,126 shares, equal to 0.01640% of the shares in attendance at the meeting
- (16) Item n.4 c) on the agenda no 1,785,126 shares, equal to 0.01640% of the shares in attendance at the meeting
- (17) Item n.1 a) on the agenda no 1,785,126 shares, equal to 0.01640% of the shares in attendance at the meeting
- (18) Item n.1 b) on the agenda no 1,785,126 shares, equal to 0.01640% of the shares in attendance at the meeting
- (19) Item n.1 c) on the agenda no 1,785,126 shares, equal to 0.01640% of the shares in attendance at the meeting