

**PRESS RELEASE**

**INTESA SANPAOLO: EXTRAORDINARY SHAREHOLDERS' MEETING**

*Turin - Milan, October 29<sup>th</sup> 2012* – At the Extraordinary Meeting of Intesa Sanpaolo held today, Shareholders approved the introduction of a few amendments to the Articles of Association.

More specifically, Shareholders passed resolutions to amend Articles 5, 7, 9, 10, 13, 15, 16, 17, 18, 22, 23, 24, 25, 27, 29 of the Company's Articles of Association, and to insert a new Article 36. These amendments involve the structure of the Management Board; the implementation of regulatory provisions regarding the gender balance in the composition of the administrative and control bodies of listed companies, the statutory audits of accounts and the legal prohibition of interlocking directorates; the remuneration of the common representative of holders of savings shares; ending of the process of capital increase reserved for SanPaolo Imi Group employees; and adjustment to wording.

The summary report of the votes and the minutes of the Meeting will be made available on the website [group.intesasanpaolo.com](http://group.intesasanpaolo.com), in accordance with art. 125-*quater* of the Consolidated Law on Finance (*TUF*), respectively within five days and thirty days of the Meeting.

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